

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

FORM 3

AMENDED REPORT ☐
(highlight changes)

APPLICATION FOR PERMIT TO DRILL

| | | | |
|--|--|---|--|
| 1A. TYPE OF WORK: DRILL <input checked="" type="checkbox"/> REENTER <input type="checkbox"/> DEEPEN <input type="checkbox"/> | | 5. MINERAL LEASE NO: 14-20-H62-5500(EDA) | 6. SURFACE: FEE |
| B. TYPE OF WELL: OIL <input checked="" type="checkbox"/> GAS <input type="checkbox"/> OTHER _____ SINGLE ZONE <input checked="" type="checkbox"/> MULTIPLE ZONE <input type="checkbox"/> | | 7. IF INDIAN, ALLOTTEE OR TRIBE NAME: | |
| 2. NAME OF OPERATOR: BERRY PETROLEUM COMPANY | | 8. UNIT or CA AGREEMENT NAME: | |
| 3. ADDRESS OF OPERATOR: RT. 2 BOX 7735 CITY ROOSEVELT STATE UTAH ZIP 84066 | | 9. WELL NAME and NUMBER: LC TRIBAL 5-4-56 | |
| 4. LOCATION OF WELL (FOOTAGES) AT SURFACE: (SWNW) 1885 FNL, 710 FWL AT PROPOSED PRODUCING ZONE: SAME AS ABOVE | | 10. FIELD AND POOL, OR WILDCAT: <i>Underground</i> LAKE MONTE | 11. QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: SWNW SEC. 4, T5S, R6W U.S.B.&M. |
| 14. DISTANCE IN MILES AND DIRECTION FROM NEAREST TOWN OR POST OFFICE: 19.7 MILES FROM DUCHESNE, UTAH | | 12. COUNTY: DUCHESNE | 13. STATE: UTAH |
| 15. DISTANCE TO NEAREST PROPERTY OR LEASE LINE (FEET) 710 | 16. NUMBER OF ACRES IN LEASE: 80 | 17. NUMBER OF ACRES ASSIGNED TO THIS WELL: 40 | |
| 18. DISTANCE TO NEAREST WELL (DRILLING, COMPLETED, OR APPLIED FOR) ON THIS LEASE (FEET) N/A | 19. PROPOSED DEPTH: 5225' | 20. BOND DESCRIPTION: RLB0005651 | |
| 21. ELEVATIONS (SHOW WHETHER OF, RT, GR, ETC.): 6648 GR | 22. APPROXIMATE DATE WORK WILL START: UPON APPROVAL OF APD | 23. ESTIMATED DURATION: APPROXIMATELY 6 DAYS | |

24. PROPOSED CASING AND CEMENTING PROGRAM

| SIZE OF HOLE | CASING SIZE, GRADE, AND WEIGHT PER FOOT | SETTING DEPTH | CEMENT TYPE, QUANTITY, YIELD, AND SLURRY WEIGHT |
|--|---|---------------|---|
| 12 1/4 | 8 5/8 J-55 ST&C or LT&C 24# | 300' | TYPE III + ADDITIVES 130 SX 1.17 CF/SK 15.8 PPG |
| 7 7/8 | 5 1/2 J-55 LT&C 15.5# | 3000' | PREMIUM LITE II + ADDITIVES 219 SX 3.43 CF/SK 11.0 PPG |
| | | 5225' | PREM LITE II HIGH STRENGTH + ADD 199 SX 1.91 CF/SK 13.0 PPG |
| NOTE: ACTUAL VOLUMES PUMPED WILL BE CALIPER HOLE VOLUME+20% EXCESS | | | |

25. ATTACHMENTS

VERIFY THE FOLLOWING ARE ATTACHED IN ACCORDANCE WITH THE UTAH OIL AND GAS CONSERVATION GENERAL RULES:

- | | |
|--|--|
| <input checked="" type="checkbox"/> WELL PLAT OR MAP PREPARED BY LICENSED SURVEYOR OR ENGINEER | <input checked="" type="checkbox"/> COMPLETE DRILLING PLAN |
| <input checked="" type="checkbox"/> EVIDENCE OF DIVISION OF WATER RIGHTS APPROVAL FOR USE OF WATER | <input type="checkbox"/> FORM 5, IF OPERATOR IS PERSON OR COMPANY OTHER THAN THE LEASE OWNER |

NAME (PLEASE PRINT) **SHELLEY E. CROZIER** TITLE **REGULATORY & PERMITTING ASSISTANT**

SIGNATURE *Shelley E. Crozier* DATE **02/27/07**

(This space for State use only)

API NUMBER ASSIGNED: **43-013-33579**

(11/2001)

Federal Approval of this
Action is Necessary

Approved by the
Utah Division of
Oil, Gas and Mining

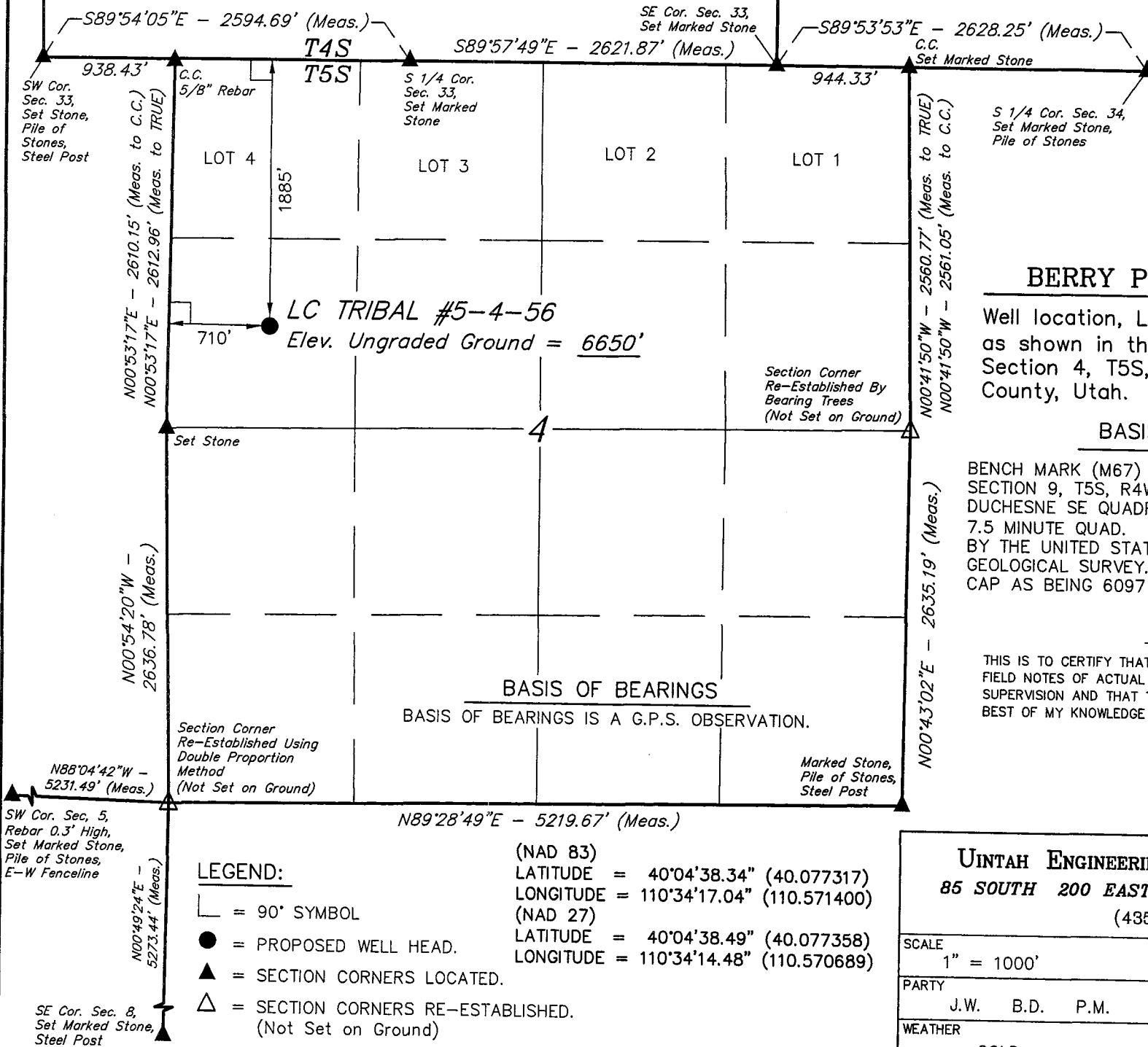
Date: **05-16-07**

By: *[Signature]*

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MAR 02 2007

DIV. OF OIL, GAS & MINING

T5S, R6W, U.S.B.&M.



BERRY PETROLEUM COMPANY

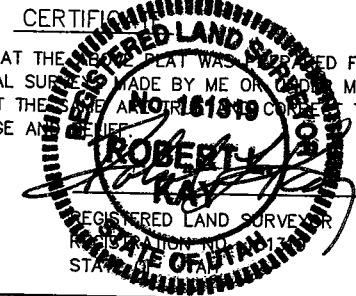
Well location, LC TRIBAL #5-4-56, located as shown in the SW 1/4 NW 1/4 of Section 4, T5S, R6W, U.S.B.&M., Duchesne County, Utah.

BASIS OF ELEVATION

BENCH MARK (M67) LOCATED IN THE SW 1/4 OF SECTION 9, T5S, R4W, U.S.B.&M., TAKEN FROM THE DUCHESNE SE QUADRANGLE, UTAH, DUCHESNE COUNTY, 7.5 MINUTE QUAD. (TOPOGRAPHIC MAP) PUBLISHED BY THE UNITED STATES DEPARTMENT OF THE INTERIOR, GEOLOGICAL SURVEY. SAID ELEVATION IS MARKED ON CAP AS BEING 6097 FEET.

CERTIFICATE

THIS IS TO CERTIFY THAT THE ABOVE PLAT WAS PREPARED FROM FIELD NOTES OF ACTUAL SURVEY MADE BY ME OR UNDER MY SUPERVISION AND THAT THE SAME ARE TRUE AND CORRECT TO THE BEST OF MY KNOWLEDGE AND BELIEF.



UINTAH ENGINEERING & LAND SURVEYING
85 SOUTH 200 EAST - VERNAL, UTAH 84078
(435) 789-1017

| | | |
|-------------------------|---------------------------------|-------------------------|
| SCALE 1" = 1000' | DATE SURVEYED: 12-26-06 | DATE DRAWN: 01-10-07 |
| PARTY J.W. B.D. P.M. | REFERENCES G.L.O. PLAT | |
| WEATHER COLD | FILE BERRY PETROLEUM COMPANY | |

SELF-CERTIFICATION STATEMENT

The following self-certification statement is provided per federal requirements dated June 15, 1988.

Please be advised that Berry Petroleum Company is considered to be the operator of the following well.

LC Tribal 5-4-56
SW 1/4, NW 1/4, 1885' FNL 710' FWL, Section 4, T. 5 S., R. 6 W., U.S.B.&M.
Lease: 14-20-H62-5500 (EDA)
Duchesne, County, Utah

Berry Petroleum Company is responsible under the terms of the lease for the operations conducted upon the lease lands.



Shelley Crozier
Regulatory and Permitting Assistant
Berry Petroleum Company
4000 South 4028 West
Route 2, Box 7735
Roosevelt, Utah 84066
435-722-1325

BERRY PETROLEUM COMPANY
LC Tribal 5-4-56
Surface location SW 1/4, NW 1/4, 1885' FNL 710' FWL, Section 4, T. 5 S., R. 6 W., U.S.B.&M.
Duchesne County, Utah

ONSHORE ORDER NO. 1

DRILLING PROGRAM

1,2 Estimated Tops of Geological Markers and Formations Expected to Contain Water, Oil and Gas and Other Minerals

| <u>Formation</u> | <u>Depth</u> |
|---|--------------|
| Uinta | surface |
| Green River | 785' |
| Green River Upper Marker | 1,153' |
| Mahogany | 1,781' |
| Tgr3 Marker | 2,828' |
| Douglas Creek | 3,592' |
| Black Shale | 4,291' |
| Castle Peak | 4,571' |
| Uteland Butte Ls. | 4,878' |
| Wasatch | 5,123' |
| TD | 5,225' |
| Base of Moderately Saline Water (less than 10,000 ppm) | 3,721' |

3 Pressure Control Equipment : (Schematic Attached)

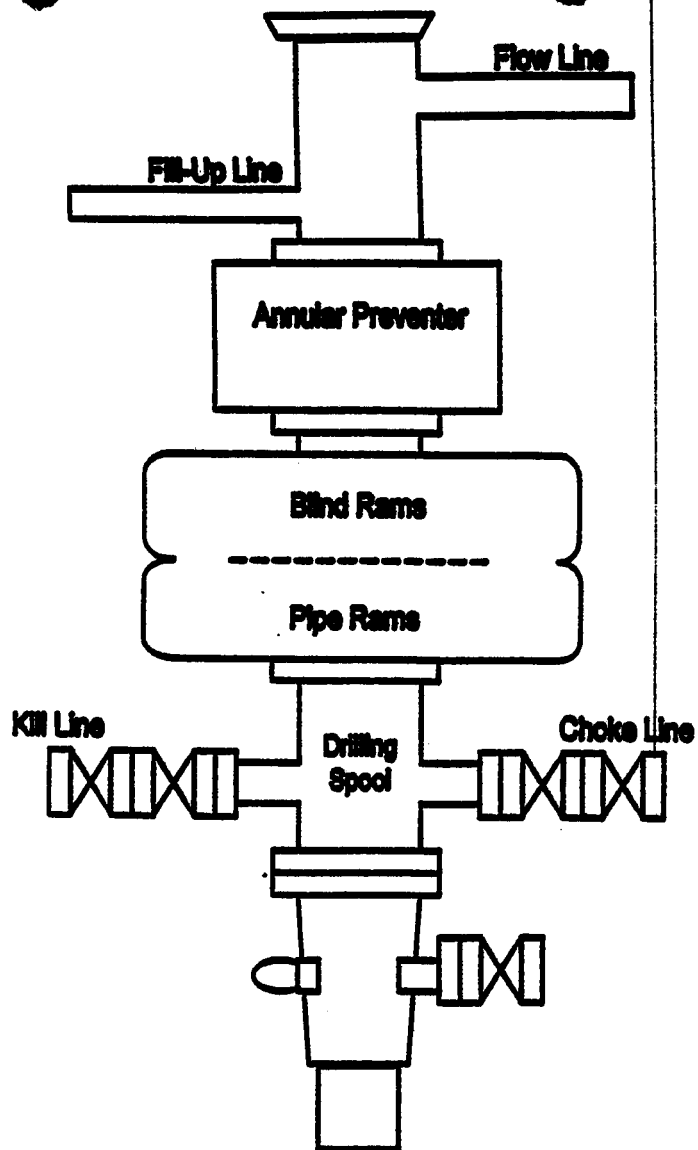
The BOP and related equipment shall meet the minimum requirements of Onshore Oil and Gas Order No. 2 for equipment and testing requirements, procedures, etc. A 2M system will be utilized. The attached diagram depicts the use of an annular in conjunction with double rams. However, an annular, double rams or both may be used depending on the drilling rig contracted. Chart recorders will be used for all pressure tests.

Test charts, with individual test results identified, shall be maintained on location while drilling and shall be made available to representative upon request.

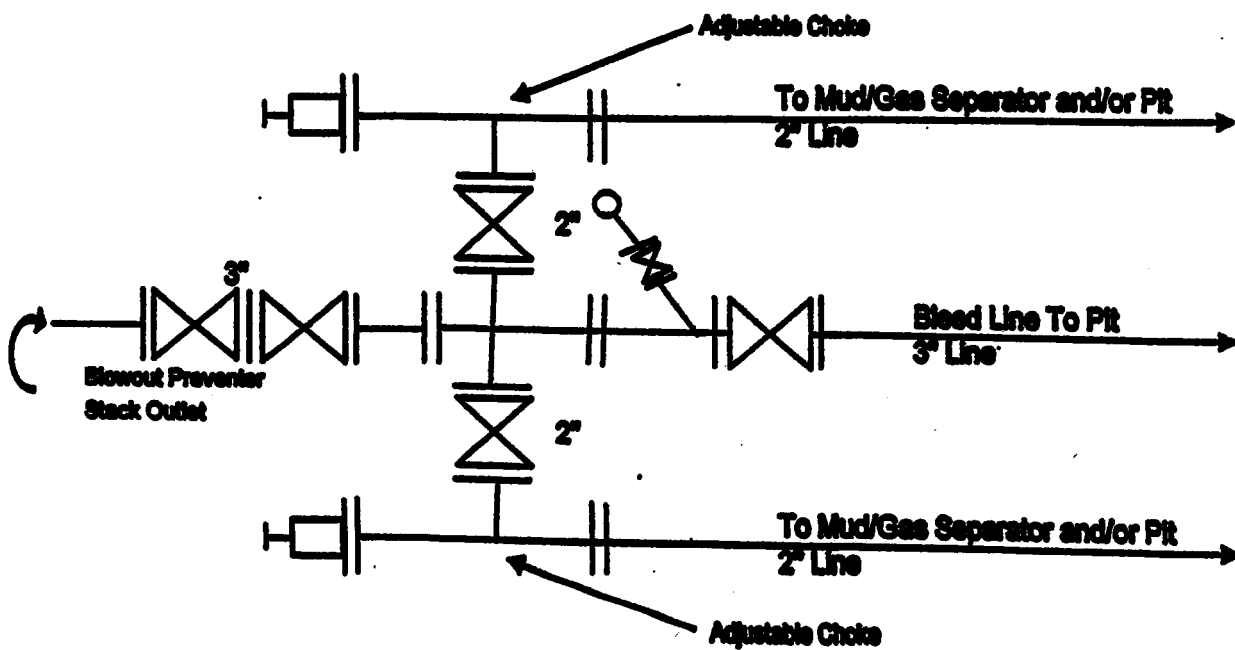
The anticipated bottom hole pressure will be less than 3,000 psi.

| <u>Depth Intervals</u> | <u>BOP Equipment</u> |
|------------------------|---|
| 0 – 300' | No Pressure Control |
| 300 – 5225' | 9" 2000# Ram Type BOP 9" 2000# Annular BOP |

BOP Diagram



2,000 PSI Choke Manifold Equipment



4 Proposed Casing and Cementing Program

The proposed Casing Program will be as follows:

| Purpose | Depth | Hole Size | Casing Size | Type | Connection | Weight |
|------------|-------|-----------|-------------|------|------------|--------|
| Surface | 300' | 12 1/4" | 8-5/8" | J-55 | ST&C | 24# |
| Production | 5225' | 7-7/8" | 5-1/2" | J-55 | LT&C | 15.5# |

| Surface | Fill | Type & Amount |
|----------------------------------|------|---|
| 0' - 300' | 300' | Approximately 130 SX Premium Plus (Type III) + additives or a similar slurry with a minimum weight of 14.3 ppg and approximate yield of 1.43 cf/sk, minimum 24 hr compressive strength = 500 psi (Cement will be circulated to surface and topped off, if necessary.) |
| Production with lost circulation | | Type & Amount |

0'-5,225'

SEE ATTACHED CEMENT PROCEEDURE

| Production without lost circulation | Type & Amount |
|-------------------------------------|--------------------------------|
| 0' - 5,225' | SEE ATTACHED CEMENT PROCEEDURE |

For production casing, actual cement volumes will be determined from the caliper log plus a minimum Of 25% excess.

For production casing, actual cement volumes will be determined from the caliper log plus a minimum of 25% excess.

Drilling Fluids Program

| Interval | Weight | Viscosity | Fluid Loss | Remarks |
|------------|--------|-----------|------------|-----------------|
| 0' - 300' | 8.6 | 27 | NC | Spud Mud or air |
| 300'-5225' | 8.6 | 27 | NC | KCL Water |

Berry Petroleum Company
Drilling Program
LC Tribal 5-4-56
Duchesne County, Utah

Evaluation Program

| | |
|-------------------|---|
| Logging Program: | HRI-GR-SP with SDL-DSN-PE: surface casing to TD. Preserve samples from all show intervals. |
| Sampling: | 10' dry cut samples: Douglas Creek to TD. Preserve samples From all show intervals. |
| Surveys: | As deemed necessary |
| Mud Logger: | As deemed necessary |
| Drill Stem Tests: | As deemed necessary |
| Cores: | As deemed necessary |

5 Abnormal Conditions

No abnormal temperatures or pressures or other hazards are anticipated.

6 Anticipated Starting Dates and Notification of Operations

Drilling Activity:

| | |
|--------------------------------|---------------------------|
| Anticipated Commencement Date: | Upon approval of the APD. |
| Drilling Days: | Approximately 6 days. |
| Completion Days: | Approximately 7 days. |

BERRY PETROLEUM COMPANY

LC Tribal 5-4-56

Surface location SW 1/4, NW 1/4, 1885' FNL 710' FWL, Section 4, T. 5 S., R. 6 W., U.S.B.&M.
Duchesne County, Utah

ONSHORE ORDER NO. 1

MULTI POINT SURFACE USE & OPERATIONS PLAN

1 Existing Roads

To reach the Berry Petroleum Company well, LC Tribal 5-4-56, in Section 4-T5S-R6W:

Start in Duchesne, Utah. Proceed West on Hwy 40 for 8.3 miles, turn left (south) immediately after Starvation Res., go approximately 5.7 miles until fork in road, travel 4.7 miles down CR 20 (left at fork). Take a left going South East up trail canyon for approx. 1 mile. Location 5-4-56 is at end of road.

The existing oilfield service road may need some surface material to prevent or repair holes in the road due to heavy truck traffic during the drilling and completion operation. If repairs are made the operator will secure material from private sources.

Please see the attached map for additional details.

2 Planned Access Road

See Topographic Map "B" for the location of the proposed access road.

3 Location of Existing Wells

See Topographic Map "C" for the location of existing wells within a 1mile radius.

4 Location of Tank Batteries, Production Facilities and Production Gathering and Service Lines

All permanent (on site for six months or longer) structures constructed or installed will be painted a flat, non-reflective, earth tone color to match one of the standard environmental colors, as determined by the five state Rocky Mountain Inter-Agency Committee. All facilities will be painted within six months of installation. Facilities required to comply with the Occupational Safety and Health Act (OSHA) will be excluded. The required paint color is desert brown (10YR 6/4) unless otherwise designated by the Authorized Officer.

A containment dike will be constructed completely around those production facilities which contain fluids (i.e., production tanks, produced water tanks). This dike will be constructed of compacted subsoil, be impervious, hold 100% of the capacity of the largest tank. The site specific APD will address additional capacity if such is needed due to environmental concerns. The use of topsoil for the construction of dikes will not be allowed. If a Spill Prevention, Control, and Countermeasure (SPCC) Plan is required by the Environmental Protection Agency, the containment dike may be expanded with the Authorized Agency Officer's approval to meet SPCC requirements.

A description of the proposed pipeline and a map illustrating the proposed route is attached.

All site security guidelines identified in Federal regulation 43 CFR 3126.7, will be adhered to. All off-lease storage, off-lease measurement, or commingling on-lease or off-lease production will have prior written approval from the Authorized Agency Officer.

Gas meter runs will be located approximately 100 feet from the wellhead. Where necessary, the gas line will be anchored down from the wellhead to the meter.

5 Location and Type of Water Supply

Water for the drilling and completion will be pumped or trucked from the Berry source wells located in Sec. 23, T5S, R5W or Sec. 24, T5S, R5W, permit # 43-11041, or from Douglas E. & Yordis Nielsen source well located in Sec. 12, T5S, R6W, permit # 43-1628, or from Duchesne City Culinary Water Dock located in Sec. 1, T4S, R5W or from East Duchesne Water, Arcadia Feedlot, Sec. 28, T3S, R3W or from Petroglyph Operating Company 08-04 Waterplant, Sec. 8, T5S, R3W.

6 Source of Construction Materials

All construction materials for this location site and access road shall be borrow material accumulated during construction of the location site and access road.

Additional gravel or pit lining material will be obtained from a private source.

The use of materials under Authorized Agency jurisdiction will conform with 43 CFR 3610.2-3.

7 Methods of Handling Waste Materials

Drill cuttings will be contained and buried in the reserve pit.

Drilling fluids, including salts and chemicals, will be contained in the reserve pit. Upon termination of drilling and completion operations, the liquid contents of the reserve pit will be used at the next drill site or will be removed and disposed of at an approved waste disposal facility within 180 days after drilling is terminated. Upon well completion, weather permitting (summer months), any hydrocarbons in the pit shall be removed in accordance with 43 CFR 3162.7-1.

Unless otherwise specified, the reserve pit will be constructed on the location and will not be located within natural drainages, where a flood hazard exists or surface runoff will destroy or damage the pit walls. The reserve pit will be constructed so that it will not leak, break, or allow discharge of liquids.

If it is determined at the onsite that a pit liner is necessary, the reserve pit will be lined with a synthetic reinforced liner a minimum of 12 millimeters thick, with sufficient bedding used to cover any rocks. The liner will overlap the pit walls and be covered with dirt and/or rocks to hold it in place. Trash or scrap that could puncture the liner will not be disposed of in the pit.

Reserve pit leaks are considered an unacceptable and undesirable event and will be orally reported to the Authorized Agency Officer.

After first production, produced wastewater will be trucked to one of the following approved waste water disposal sites: R.N. Industries, Inc. Sec. 4, T2S, R2W, Bluebell; MC & MC Disposal Sec. 12, T6S, R19E, Vernal; LaPoint Recycle & Storage Sec. 12, T5S, R19E, LaPoint or Water Disposal Inc. Sec. 32, T1S, R1W, Roosevelt, used in the operations of the field or, unless prohibited by the Authorized Officer, confined to the approved pit or storage tank for a period not to exceed 90 days. The use of such pit is hereby approved as part of this Application for Permit to Drill.

Production fluids will be contained in leak-proof tanks. All production fluids will be disposed of at approved disposal sites. Produced water, oil, and other byproducts will not be applied to roads or well pads for control of dust or weeds. The indiscriminate dumping of produced fluids on roads, well sites, or other areas will not be allowed.

Any spills of oil, gas, salt water, or other noxious fluids will be immediately cleaned up and removed to an approved disposal site.

A chemical portable toilet will be furnished with the drilling rig.

Garbage, trash, and other waste materials will be collected in a portable, self-contained, fully enclosed trash cage during operations. Trash will not be burned on location.

All debris and other waste materials not contained in the trash cage will be cleaned up and removed from the location promptly after removal of the completion rig (weather permitting).

Any open pits will be fenced during the operations. The fencing will be maintained with best efforts until such time as the pits are backfilled.

No chemicals subject to reporting under SARA Title III (hazardous materials) in an amount equal to or greater than 10,000 pounds will be used, produced, stored, transported, or disposed of annually in association with the drilling, testing, or completing of wells. Furthermore, extremely hazardous substances, as defined in 40 CFR 355, in threshold planning quantities, will not be used, produced, stored, transported, or disposed of in association with the drilling, testing, or completing of wells within these areas.

8 Ancillary Facilities

There are no ancillary facilities planned for at this time and none are foreseen in the future.

9 Wellsite Layout

The attached Location Layout diagram describes drill pad cross-sections, cuts and fills, and locations of the mud tanks, reserve pit, pipe racks, trailer parking, spoil dirt stockpile(s) and surface material stockpile(s)

10 Plans for Restoration of the Surface

The dirt contractor will be provided with approved copies of the Surface Use Plan prior to construction activities.

Upon well completion, within a reasonable time, the location and surrounding area will be cleared of all unused tubing, materials, trash, and debris not required for production.

Abandoned well sites, roads, and other disturbed areas will be restored as near as practical to their original condition. Where applicable, these conditions may include the re-establishment of irrigation systems, the re-establishment of appropriate soil conditions, and the re-establishment of vegetation as specified.

All disturbed areas will be re-contoured to the approximate natural contours.

Any drainage rerouted during the construction activities shall be restored to its original line of flow or as near as possible.

Prior to backfilling the reserve pit, the fence surrounding the reserve pit will be removed. The pit liner will be folded, torn, and perforated after the pit dries and prior to backfilling the reserve pit.

Before any dirt work associated with reserve pit restoration takes place, the reserve pit shall be as dry as possible. All debris in it will be removed. Other waste and spoil materials will be disposed of immediately upon completion of operations. The reserve pit will be reclaimed within 180 days from the date of well completion, weather permitting. Once reclamation activities have begun, the activities will be completed within 30 days.

After the reserve pit has been reclaimed, no depressions in the soil covering the reserve pit will be allowed. The object is to keep seasonal rainfall and runoff from seeping into the soil used to cover the reserve pit. Diversion ditches and water bars will be used to divert runoff as needed.

Prior to the construction of the location, the top 12 inches of soil material (if present) will be stripped and stockpiled. Placement of the topsoil is noted on the location plat attached. Topsoil shall be stockpiled separately from subsoil materials. Topsoil salvaged from the reserve pit shall be stockpiled separately near the reserve pit.

When restoration activities have been completed, the location site and new access road cuts and shoulders shall be reseeded. Prior to reseeding, all disturbed areas, including the old access road, will be scarified and left with a rough surface.

The Authorized Agency Officer shall be contacted for the required seed mixture. Seed will be broadcast and the amount of seed mixture per acre will be doubled. The seeded area will then be walked with a

dozer to assure coverage of the seeds. The seed mixture will reflect the recommendation from the Archeology study done. At final abandonment, all casing shall be cut off at the base of the cellar or 3 feet below final restored ground level, whichever is deeper, and cap the casing with a metal plate a minimum of

0.25 inches thick. The cap will be welded in place and the well location and identity will be permanently inscribed on the cap. The cap also will be constructed with a weep hole.

11 Surface Ownership

Division of Wildlife Resources
1594 W. North Temple, Suite 2110
Salt lake City, UT 84114-6301
1-801-538-4792

12 Other information

All lease and/or unit operations will be conducted in such a manner that full compliance is made with all applicable laws, regulations, Onshore Oil and Gas Orders, the approved Plan of Operations, and any applicable Notice to Lessees. The operator is fully responsible for the actions of his subcontractors. A copy of these conditions will be furnished to the field representative to ensure compliance.

The operator will control noxious weeds along access road use authorizations, pipeline route authorizations, well sites or other applicable facilities. A list of noxious weeds may be obtained from the Authorized Agency or the appropriate County Extension Office.

Drilling rigs and/or equipment used during drilling operations on this location will not be stacked or stored on administered lands after the conclusion of drilling operations or at any other time without authorization by the Authorized Agency Officer. If authorization is obtained, such storage is only a temporary measure.

Travel is restricted to only approved travel routes.

A class III archaeological survey will be conducted on all lands, unless landowner waives rights for archaeological survey. All personnel will refrain from collecting artifacts and from disturbing any significant cultural resources in the area. The operator is responsible for informing all persons in the area who are associated with this project that they may be subject to prosecution for knowingly disturbing historic or archaeological sites or for collecting artifacts. All vehicular traffic, personnel movement, construction, and restoration activities shall be confined to the areas examined, as referenced in the archaeological report, and to the existing roadways and/or evaluated access routes. If historic or archaeological materials are uncovered during construction, the Operator is to immediately stop work that might further disturb such materials and contact the Authorized Agency Officer.

Within five working days, the Authorized Agency Officer will inform the operator as to:

Whether the materials appear eligible for the National Historic Register of Historic Places;

The mitigation measures the operator will likely have to undertake before the site can be used (assuming in-situ preservation is not necessary); and,

The time frame for the Authorized Officer to complete an expedited review under 36 CFR 800.11 to confirm, through the State Historic Preservation Officer, that the findings of the Authorized Officer are correct and that the mitigation measures are appropriate.

If the operator wishes, at any time, to relocate activities to avoid the expense of mitigation and/or the delays associated with this process, the Authorized Agency Officer and/or the surface owner will assume responsibility for whatever recordation and stabilization of the exposed materials may be required. Otherwise the operator will be responsible for mitigation costs. The Authorized Agency Officer and/or the surface owner will provide technical and procedural guidelines for the conduct of mitigation. Upon verification from the Authorized Agency Officer that required mitigation has been completed, the Operator will then be allowed to resume construction.

All Surface Use Conditions of Approval associated with the Landowner Surface Use Agreement and Environmental Analysis Mitigation Stipulations will be adhered to.

All well site locations will have appropriate signs indicating the name of the operator, the lease serial number, the well name and number, the survey description of the well (either footages or the quarter/quarter section, the section, township, and range).

13 Operator's Representative and Certification

A) Representative

NAME: Shelley Crozier

ADDRESS: Berry Petroleum Company
4000 South 4028 West
Route 2, Box 7735
Roosevelt, Utah 84066

PHONE: 435-722-1325

All lease and/or unit operations will be conducted in such a manner that full compliance is made with all applicable laws, regulations and onshore oil and gas orders. The operator is fully responsible for the actions of its subcontractors. A copy of these conditions will be furnished to the field representative to ensure compliance.

The drilling permit will be valid for a period of one year from the date of approval. After permit termination, a new application will be filed for approval for any future operations.

B) Certification:

I hereby certify that I, or persons under my direct supervision, have inspected the proposed drillsite and access route; that I am familiar with the conditions which presently exist; that the statements made in this plan are, to the best of my knowledge and belief, true and correct; and that the work associated with the operations proposed herein will be performed by Berry Petroleum Company and its contractors and subcontractors in conformity with this plan and the terms and conditions under which it is approved. This statement is subject to the provisions of 18 U.S.C. 1001 for the filing of a false statement.

February 27, 2007
DATE

Shelley Crozier
Shelley Crozier
Regulatory and Permitting Assistant
Berry Petroleum Company



Proposal No: 179967810A

Berry Petroleum Co
LC TRIBAL 5-4-56

Unnamed Field
sec 4 T5S R6W
Duchesne County, Utah
February 21, 2007

Cement Recommendation

Prepared for:
Tim McDonald
Berry Petroleum Co.

Prepared by:
KRISTIAN M COZYRIS
Region Engineer
Denver, Colorado



Service Point:

Vernal
Bus Phone: (435) 781-2294
Fax: (435) 789-4530

Service Representatives:

Darrin Bailey
Senior Sales Rep
Vernal, Utah
Bus Phone: (435) 781-2294
Mobile: (435) 828-4104

Operator Name: Berry Petroleum Co
Well Name: LC TRIBAL 5-
Job Description: Cement 5-1/2 inch Production Casing
Date: February 21, 2007



Proposal No: 179967810A

JOB AT A GLANCE

| | |
|--------------------------|-----------------------|
| Depth (TVD) | 5,225 ft |
| Depth (MD) | 5,225 ft |
| Hole Size | 7.875 in |
| Casing Size/Weight : | 5 1/2 in, 15.5 lbs/ft |
| Pump Via | |
| Total Mix Water Required | 7,214 gals |
| Pre-Flush | |
| Fresh Water | 10 bbls |
| Density | 8.3 ppg |
| Spacer | |
| KCl Water | 10 bbls |
| Density | 8.4 ppg |
| Spacer | |
| Fresh Water | 20 bbls |
| Density | 8.3 ppg |
| Lead Slurry | |
| PL2+SF+3#CSE+3%KCL+0.25 | 219 sacks |
| Density | 11.0 ppg |
| Yield | 3.43 cf/sack |
| Tail Slurry | |
| 50:50:2+3%KCL+0.5%EC- | 460 sacks |
| Density | 14.3 ppg |
| Yield | 1.27 cf/sack |
| Displacement | |
| Fresh Water | 146 bbls |
| Density | 8.3 ppg |

Operator Name: Berry Petroleum Co
Well Name: LC TRIBAL 5-4106
Job Description: Cement 5-1/2 inch Production Casing
Date: February 21, 2007



Proposal No: 179967810A

WELL DATA

ANNULAR GEOMETRY

| ANNULAR I.D. (in) | DEPTH(ft) | |
|----------------------|-----------|---------------|
| | MEASURED | TRUE VERTICAL |
| 8.097 CASING | 342 | 342 |
| 7.875 HOLE | 5,225 | 5,225 |

SUSPENDED PIPES

| DIAMETER (in) | | WEIGHT (lbs/ft) | DEPTH(ft) | |
|---------------|-------|--------------------|-----------|---------------|
| O.D. | I.D. | | MEASURED | TRUE VERTICAL |
| 5.500 | 4.950 | 15.5 | 5,225 | 5,225 |

Float Collar set @ 5,185 ft
 Mud Density 8.40 ppg
 Mud Type Water Based
 Est. Static Temp. 135 ° F
 Est. Circ. Temp. 108 ° F

VOLUME CALCULATIONS

| | | | | | | |
|----------------------------|---|--------------|------|-------------|---|----------------------|
| 342 ft | x | 0.1926 cf/ft | with | 0 % excess | = | 65.9 cf |
| 3,158 ft | x | 0.1733 cf/ft | with | 25 % excess | = | 685.0 cf |
| 2,660 ft | x | 0.1733 cf/ft | with | 25 % excess | = | 576.1 cf |
| 40 ft | x | 0.1336 cf/ft | with | 0 % excess | = | 5.3 cf (inside pipe) |
| TOTAL SLURRY VOLUME | | | | | = | 1332.2 cf |
| | | | | | = | 237 bbls |

Confirm well data with customer representative prior to pumping.

Operator Name: Berry Petroleum Co
Well Name: LC TRIBAL 5-
Job Description: Cement 5-1/2 inch Production Casing
Date: February 21, 2007



Proposal No: 179967810A

FLUID SPECIFICATIONS

Pre-Flush 10.0 bbls Fresh Water @ 8.34 ppg
 Spacer 10.0 bbls KCl Water @ 8.4 ppg
 Spacer 20.0 bbls Fresh Water @ 8.34 ppg

| <u>FLUID</u> | <u>VOLUME CU-FT</u> | <u>VOLUME FACTOR</u> | <u>AMOUNT AND TYPE OF CEMENT</u> |
|--------------|-------------------------|--------------------------|---|
| Lead Slurry | 751 | / 3.4 | = 219 sacks Premium Lite II Cement + 0.05 lbs/sack Static Free + 3 lbs/sack CSE + 3% bwow Potassium Chloride + 0.25 lbs/sack Cello Flake + 2 lbs/sack Kol Seal + 0.002 gps FP-6L + 10% bwoc Bentonite + 0.5% bwoc Sodium Metasilicate + 201.6% Fresh Water |
| Tail Slurry | 581 | / 1.2 | = 460 sacks (50:50) Poz (Fly Ash):Class G Cement + 0.05 lbs/sack Static Free + 3% bwow Potassium Chloride + 0.5% bwoc EC-1 + 0.25 lbs/sack Cello Flake + 0.002 gps FP-6L + 2% bwoc Bentonite + 0.3% bwoc Sodium Metasilicate + 56.3% Fresh Water |
| Displacement | | | 145.7 bbls Fresh Water @ 8.34 ppg |

CEMENT PROPERTIES

| | SLURRY NO. 1 | SLURRY NO. 2 |
|--|-------------------------|-------------------------|
| Slurry Weight (ppg) | 11.00 | 14.30 |
| Slurry Yield (cf/sack) | 3.43 | 1.27 |
| Amount of Mix Water (gps) | 21.03 | 5.67 |
| Amount of Mix Fluid (gps) | 21.03 | 5.67 |
| Estimated Pumping Time - 70 BC (HH:MM) | 4:30 | 3:30 |

COMPRESSIVE STRENGTH

| | |
|------------------------|------|
| 24 hrs @ 144 ° F (psi) | 2300 |
| 72 hrs @ 144 ° F (psi) | 2550 |

Compressive strengths and thickening times are estimates only. Final laboratory testing will determine retarder loadings, if necessary.

Slurry volumes are based off of 25% excess with gauge hole.



CONDITIONS

BJ Services' performance of services and sale of materials is expressly conditioned upon the applicability of the Terms and Conditions contained in the current BJ Services Price Book. The Terms and Conditions include, among other things, an indemnity in favor of BJ Services from Customer for damage to the well bore, reservoir damage, loss of the hole, blowouts and loss of control of the well, even if caused by the negligence or other fault of BJ Services. The Terms and Conditions also limit the warranties provided by the BJ Services and the remedies to which Customer may be entitled in the event of a breach of warranty by BJ Services. For these reasons, we strongly recommend that you carefully review a copy of the Terms and Conditions. If you do not have a copy of the BJ Services Price Book, you can view the Terms and Conditions on BJ Services Web Site, www.bjservices.com. By requesting that BJ Services perform the services described herein, Customer acknowledges that such Terms and Conditions are applicable to the services. Further, by requesting the services, Customer warrants that its representative on the well location or other service site will be fully authorized to acknowledge such Terms and Conditions by executing a Field Receipt or other document presented by BJ Services containing such Terms and Conditions.

In the event that Customer and BJ Services have executed a Master Services Agreement covering the work to be performed, such Master Services Agreement shall govern in place of the Terms and Conditions. If you are interested in entering into Master Services Agreement with BJ Services, please contact us through the "Go BJ" button on the BJ Services Web Site.

Operator Name: Berry Petroleum Co
Well Name: LC TRIBAL 5-
Date: February 21, 2007



Proposal No: 179967810A

PRODUCT DESCRIPTIONS

Bentonite

Commonly called gel, it is a clay material used as a cement extender and to control excessive free water.

CSE

Compressive Strength Enhancer - Fumed Silica. An additive which contributes to low density, high compressive strength development of cement slurries at all temperature ranges. This material also controls free water

Cello Flake

Graded (3/8 to 3/4 inch) cellophane flakes used as a lost circulation material.

Class G Cement

Intended for use as a basic cement from surface to 8000 ft as manufactured, or can be used with accelerators and retarders to cover a wide range of well depths and temperatures.

EC-1

A proprietary product that provides expansive properties and improves bonding at low to moderate temperatures.

FP-6L

A clear liquid that decreases foaming in slurries during mixing.

Kol Seal

A granular, lightweight material (specific gravity of 1.3) used to control lost circulation in zones of natural and induced fractures, cavities and high permeability.

Potassium Chloride

A granular salt used to reduce clay swelling caused by water-base stimulation fluids.

Potassium Chloride

A granular salt used to reduce clay swelling caused by water-base cementing fluids.

Poz (Fly Ash)

A synthetic pozzolan, (primarily Silicon Dioxide). When blended with cement, Pozzolan can be used to create lightweight cement slurries used as either a filler slurry or a sulfate resistant completion cement.

Premium Lite II Cement

Premium Lite II is a high-yield, cost effective lightweight cement blend that provides exceptional compressive strength and reduced permeability when mixed at low slurry weights.

Sodium Metasilicate

An accelerator used to decrease the thickening time of cement slurries.

Sodium Metasilicate

An extender used to produce an economical, low density cement slurry.

Operator Name: Berry Petroleum Co
Well Name: LC TRIBAL 5-
Date: February 21, 2007



Proposal No: 179967810A

PRODUCT DESCRIPTIONS (Continued)

Static Free

An anti-static additive used to prevent air entrainment due to agglomerated particles. Can be used in Cementing and Fracturing operations to aid in the flow of dry materials.

Operator Name: Berry Petroleum Co
Well Name: LC TRIBAL 5-4-36
Date: February 21, 2007



Proposal No: 179967810A

End of Report



Proposal No: 179967822A

Berry Petroleum Co
LC TRIBAL 5-4-56

Unnamed Field
sec 4 T5S R6W
Duchesne County, Utah
February 21, 2007

Cement Recommendation

Prepared for:
Tim McDonald
Berry Petroleum Co.

Prepared by:
KRISTIAN M COZYRIS
Region Engineer
Denver, Colorado



Service Point:
Vernal
Bus Phone: (435) 781-2294
Fax: (435) 789-4530

Service Representatives:
Darrin Bailey
Senior Sales Rep
Vernal, Utah
Bus Phone: (435) 781-2294
Mobile: (435) 828-4104

Operator Name: Berry Petroleum Co
Well Name: LC TRIBAL 5-4
Job Description: Cement 5-1/2 inch Production Casing
Date: February 21, 2007



Proposal No: 179967822A

JOB AT A GLANCE

| | |
|-------------------------------|-----------------------|
| Depth (TVD) | 5,225 ft |
| Depth (MD) | 5,225 ft |
| Hole Size | 7.875 in |
| Casing Size/Weight : | 5 1/2 in, 15.5 lbs/ft |
| Pump Via | |
| Total Mix Water Required | 6,516 gals |
| Pre-Flush | |
| Fresh Water | 10 bbls |
| Density | 8.3 ppg |
| Spacer | |
| KCl Water | 10 bbls |
| Density | 8.4 ppg |
| Spacer | |
| Fresh Water | 20 bbls |
| Density | 8.3 ppg |
| Lead Slurry | |
| Premium Lite II | 219 sacks |
| Density | 11.0 ppg |
| Yield | 3.43 cf/sack |
| Tail Slurry | |
| Premium Lite II HS+ additives | 199 sacks |
| Density | 13.0 ppg |
| Yield | 1.91 cf/sack |
| Displacement | |
| Fresh Water | 123 bbls |
| Density | 8.3 ppg |

Operator Name: Berry Petroleum Co
 Well Name: LC TRIBAL 5-4
 Job Description: Cement 5-1/2 inch Production Casing
 Date: February 21, 2007



Proposal No: 179967822A

WELL DATA

ANNULAR GEOMETRY

| ANNULAR I.D. (in) | DEPTH(ft) | |
|----------------------|-----------|---------------|
| | MEASURED | TRUE VERTICAL |
| 8.097 CASING | 342 | 342 |
| 7.875 HOLE | 5,225 | 5,225 |

SUSPENDED PIPES

| DIAMETER (in) | | WEIGHT (lbs/ft) | DEPTH(ft) | |
|---------------|-------|--------------------|-----------|---------------|
| O.D. | I.D. | | MEASURED | TRUE VERTICAL |
| 5.500 | 4.950 | 15.5 | 5,225 | 5,225 |

Float Collar set @ 5,185 ft
 Mud Density 8.40 ppg
 Mud Type Water Based
 Est. Static Temp. 135 ° F
 Est. Circ. Temp. 108 ° F

VOLUME CALCULATIONS

| | | | | | | |
|----------------------------|---|--------------|------|-------------|---|----------------------|
| 342 ft | x | 0.1926 cf/ft | with | 0 % excess | = | 65.9 cf |
| 3,158 ft | x | 0.1733 cf/ft | with | 25 % excess | = | 685.0 cf |
| 1,725 ft | x | 0.1733 cf/ft | with | 25 % excess | = | 373.6 cf |
| 40 ft | x | 0.1336 cf/ft | with | 0 % excess | = | 5.3 cf (inside pipe) |
| TOTAL SLURRY VOLUME | | | | | = | 1129.8 cf |
| | | | | | = | 201 bbls |

Confirm well data with customer representative prior to pumping.

Operator Name: Berry Petroleum Co
Well Name: LC TRIBAL 5-4
Job Description: Cement 5-1/2 inch Production Casing
Date: February 21, 2007



Proposal No: 179967822A

FLUID SPECIFICATIONS

Pre-Flush 10.0 bbls Fresh Water @ 8.34 ppg
 Spacer 10.0 bbls KCl Water @ 8.4 ppg
 Spacer 20.0 bbls Fresh Water @ 8.34 ppg

| FLUID | VOLUME CU-FT | VOLUME FACTOR | AMOUNT AND TYPE OF CEMENT |
|-------------|-----------------|------------------|--|
| Lead Slurry | 751 | / 3.4 | = 219 sacks Premium Lite II Cement + 0.05 lbs/sack Static Free + 3 lbs/sack CSE + 3% bwow Potassium Chloride + 0.25 lbs/sack Cello Flake + 2 lbs/sack Kol Seal + 0.002 gps FP-6L + 10% bwoc Bentonite + 0.5% bwoc Sodium Metasilicate + 201.6% Fresh Water |
| Tail Slurry | 379 | / 1.9 | = 199 sacks Premium Lite II High Strength + 0.05 lbs/sack Static Free + 0.4% bwoc R-3 + 0.4% bwoc FL-63 + 0.25 lbs/sack Cello Flake + 2 lbs/sack Kol Seal + 0.002 gps FP-6L + 0.2% bwoc BA-59 + 92% Fresh Water |

Displacement 123.4 bbls Fresh Water @ 8.34 ppg

CEMENT PROPERTIES

| | SLURRY NO. 1 | SLURRY NO. 2 |
|--|-----------------|-----------------|
| Slurry Weight (ppg) | 11.00 | 13.00 |
| Slurry Yield (cf/sack) | 3.43 | 1.91 |
| Amount of Mix Water (gps) | 21.03 | 9.60 |
| Amount of Mix Fluid (gps) | 21.03 | 9.60 |
| Estimated Pumping Time - 70 BC (HH:MM) | 4:30 | 4:41 |

COMPRESSIVE STRENGTH

| | |
|------------------------|------|
| 24 hrs @ 144 ° F (psi) | 1700 |
| 72 hrs @ 144 ° F (psi) | 2000 |

RHEOLOGIES

| FLUID | TEMP | 600 | 300 | 200 | 100 | 6 | 3 |
|-------------|----------|-----|-----|-----|-----|---|---|
| Tail Slurry | @ 80 ° F | 179 | 145 | 112 | 88 | 9 | 7 |

Slurry and the chemical loadings subject to change pending pre-job testing.

The slurry volumes are based off of 25% excess over gauge hole.



CONDITIONS

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In the event that Customer and BJ Services have executed a Master Services Agreement covering the work to be performed, such Master Services Agreement shall govern in place of the Terms and Conditions. If you are interested in entering into Master Services Agreement with BJ Services, please contact us through the "Go BJ" button on the BJ Services Web Site.

Operator Name: Berry Petroleum Co
Well Name: LC TRIBAL 5-4
Date: February 21, 2007



Proposal No: 179967822A

PRODUCT DESCRIPTIONS

BA-59

A free flowing powder which provides improved bonding and minimizes gas migration. Provides expansion properties and zero free water to cement slurries.

Bentonite

Commonly called gel, it is a clay material used as a cement extender and to control excessive free water.

CSE

Compressive Strength Enhancer - Fumed Silica. An additive which contributes to low density, high compressive strength development of cement slurries at all temperature ranges. This material also controls free water

Cello Flake

Graded (3/8 to 3/4 inch) cellophane flakes used as a lost circulation material.

FL-63

A non-retarding, non-viscosifying fluid loss additive particularly suited for use with coil tubing and/or close tolerance liner cementing. FL-63 is effective from low to high temperatures. Concentrations of 0.2% to 1.0% BWOC are typical.

FP-6L

A clear liquid that decreases foaming in slurries during mixing.

Kol Seal

A granular, lightweight material (specific gravity of 1.3) used to control lost circulation in zones of natural and induced fractures, cavities and high permeability.

Potassium Chloride

A granular salt used to reduce clay swelling caused by water-base stimulation fluids.

Premium Lite II Cement

Premium Lite II is a high-yield, cost effective lightweight cement blend that provides exceptional compressive strength and reduced permeability when mixed at low slurry weights.

Premium Lite II High Strength

Premium Lite II High Strength is a high-yield, cost effective lightweight cement blend that provides exceptional compressive strength and reduced permeability when mixed at low slurry weights.

R-3

A low temperature retarder used in a wide range of slurry formulations to extend the slurry thickening time.

Sodium Metasilicate

An accelerator used to decrease the thickening time of cement slurries.

Static Free

An anti-static additive used to prevent air entrainment due to agglomerated particles. Can be used in Cementing and Fracturing operations to aid in the flow of dry materials.

Operator Name: Berry Petroleum Co
Well Name: LC TRIBAL 5-4-56
Date: February 21, 2007



Proposal No: 179967822A

End of Report

Sec. 32

1/4 Section Line

1/2" Rebar,
0.2' High,
Steel Post

MINERAL CLAIMS
ZSBA M 526
TRAIL HOLLOW

END OF PROPOSED
CORRIDOR RIGHT-OF-WAY
ON STATE OF UTAH
P.O.P.L. 0+54.77
(At 1/16 Section Line)

BEGINNING OF PROPOSED
CORRIDOR RIGHT-OF-WAY
STA. 0+00
(At Proposed Corridor
for the #3-5-56)

State of Utah
Department of
Natural Resources

KAMICO
INVESTMENT CO.

| LINE TABLE | | |
|------------|-------------|---------|
| LINE | BEARING | LENGTH |
| L1 | S57°37'09"E | 54.77' |
| L2 | S57°37'09"E | 0.92' |
| L3 | S64°31'42"E | 128.81' |
| L4 | S64°55'12"E | 171.69' |
| L5 | S64°20'16"E | 257.00' |
| L6 | S63°51'36"E | 174.39' |
| L7 | S63°56'48"E | 115.47' |
| L8 | S77°24'16"E | 74.86' |
| L9 | S75°09'27"E | 129.62' |
| L10 | S55°55'59"E | 73.17' |
| L11 | S46°12'15"E | 30.45' |
| L12 | S46°12'15"E | 95.21' |
| L13 | S40°56'04"E | 225.99' |
| L14 | S45°34'39"E | 209.62' |
| L15 | S46°00'20"E | 191.52' |
| L16 | S47°07'39"E | 181.19' |
| L17 | S37°47'31"E | 92.23' |
| L18 | S34°48'31"E | 199.53' |

| LINE TABLE | | |
|------------|-------------|---------|
| LINE | BEARING | LENGTH |
| L19 | S40°12'04"E | 93.05' |
| L20 | S59°30'38"E | 56.99' |
| L21 | S64°53'02"E | 59.91' |
| L22 | S61°36'23"E | 52.93' |
| L23 | S39°56'42"E | 100.76' |
| L24 | S43°17'17"E | 152.60' |
| L25 | S43°17'17"E | 15.34' |
| L26 | S50°23'03"E | 175.04' |
| L27 | S50°45'47"E | 204.92' |
| L28 | S52°35'53"E | 93.98' |
| L29 | S46°31'43"E | 138.51' |
| L30 | S43°01'56"E | 172.50' |
| L31 | N59°11'48"E | 150.24' |
| L32 | S30°48'12"E | 230.00' |
| L33 | S00°32'48"E | 138.92' |
| L34 | S59°11'48"W | 190.00' |
| L35 | N30°48'12"W | 350.00' |
| L36 | N59°11'48"E | 109.76' |

DAMAGE AREA DESCRIPTION

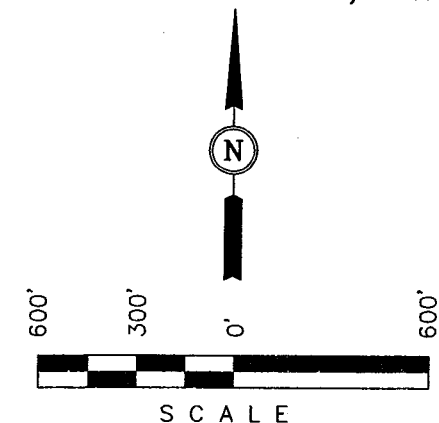
BEGINNING AT A POINT IN THE SW 1/4 NW 1/4 OF SECTION 4, T5S, R6W, U.S.B.&M., WHICH BEARS N35°27'02"E 1066.68' FROM THE WEST 1/4 CORNER OF SAID SECTION 4, THENCE N59°11'48"E 150.24'; THENCE S30°48'12"E 230.00'; THENCE S00°32'48"E 138.92'; THENCE S59°11'48"W 190.00'; THENCE N30°48'12"W 350.00'; THENCE N59°11'48"E 109.76' TO THE POINT OF BEGINNING. BASIS OF BEARINGS IS A G.P.S. OBSERVATION. CONTAINS 1.993 ACRES MORE OR LESS.

S89°54'05"E - 2594.69' (Meas.)

SW Cor. Sec. 33,
Set Stone, Pile of
Stones, Steel Post

S 1/4 Cor. Sec. 33,
Set Marked Stone

T4S
T5S



BASIS OF BEARINGS

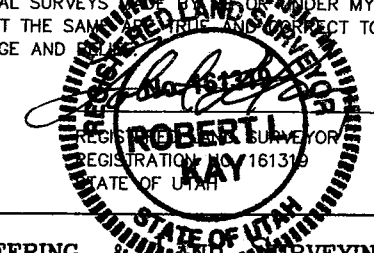
BASIS OF BEARINGS IS A G.P.S. OBSERVATION.

RIGHT-OF-WAY LENGTHS

| PROPERTY OWNER | FEET | ACRES | RODS |
|---|---------|-------|--------|
| State of Utah Department of Natural Resources | 855.06 | 0.589 | 51.82 |
| KAMICO INVESTMENT CO. | 1156.38 | 0.796 | 70.08 |
| BRUCE ROBERT SADERUP | 1711.53 | 1.179 | 103.73 |

CERTIFICATE

THIS IS TO CERTIFY THAT THE ABOVE PLAT WAS PREPARED FROM FIELD NOTES OF ACTUAL SURVEYS UNDER MY SUPERVISION AND THAT THE SAME ARE TRUE AND CORRECT TO THE BEST OF MY KNOWLEDGE AND BELIEF.



UINTAH ENGINEERING & SURVEYING
85 SOUTH - 200 EAST • (435) 789-1017
VERNAL, UTAH - 84078

| | |
|-------------------------|---------------------------|
| SCALE 1" = 600' | DATE 01-10-07 |
| PARTY J.W. B.D. P.M. | REFERENCES G.L.O. PLAT |
| WEATHER COLD | FILE 4 8 1 7 6 |

CORRIDOR RIGHT-OF-WAY DESCRIPTION

A 30' WIDE RIGHT-OF-WAY 15' ON EACH SIDE OF THE FOLLOWING DESCRIBED CENTERLINE.

BEGINNING AT A POINT IN THE SW 1/4 SE 1/4 OF SECTION 32, T4S, R6W, U.S.B.&M., WHICH BEARS N69°27'23"W 1451.17' FROM THE SOUTHEAST CORNER OF SAID SECTION 32, THENCE S57°37'09"E 54.77' TO A POINT ON THE EAST LINE OF THE SW 1/4 SE 1/4 OF SAID SECTION 32, WHICH BEARS N69°55'01"W 1397.61' FROM THE SOUTHEAST CORNER OF SAID SECTION 32. ALSO, BEGINNING AT A POINT ON THE WEST LINE OF LOT 4 OF SECTION 4, T5S, R6W, U.S.B.&M., WHICH BEARS N00°53'17"E 1399.97' FROM THE WEST 1/4 CORNER OF SAID SECTION 4, THENCE S43°17'17"E 15.34'; THENCE S50°23'03"E 175.04'; THENCE S50°45'47"E 204.92'; THENCE S52°35'53"E 93.98'; THENCE S46°31'43"E 138.51'; THENCE S43°01'56"E 172.50' TO A POINT IN THE SW 1/4 NW 1/4 OF SAID SECTION 4, WHICH BEARS N35°27'02"E 1066.68' FROM THE WEST 1/4 CORNER OF SAID SECTION 4. THE SIDE LINES OF SAID DESCRIBED RIGHT-OF-WAY BEING SHORTENED OR ELONGATED TO MEET THE GRANTOR'S PROPERTY LINES. BASIS OF BEARINGS IS A G.P.S. OBSERVATION. CONTAINS 0.589 ACRES MORE OR LESS.

▲ = SECTION CORNERS LOCATED.

△ = SECTION CORNERS RE-ESTABLISHED.
(Not Set on Ground)

Sec. 5

P.O.S.L. 29+22.68 BEARS N00°53'17"E 1399.97' FROM THE WEST 1/4 CORNER OF SECTION 4, T5S, R6W, U.S.B.&M.

END STA. 37+22.97 BEARS N35°27'02"E 1066.68' FROM THE WEST 1/4 CORNER OF SECTION 4, T5S, R6W, U.S.B.&M.

DAMAGE AREA
LC TRIBAL #5-4-56
Contains 1.993 Acres

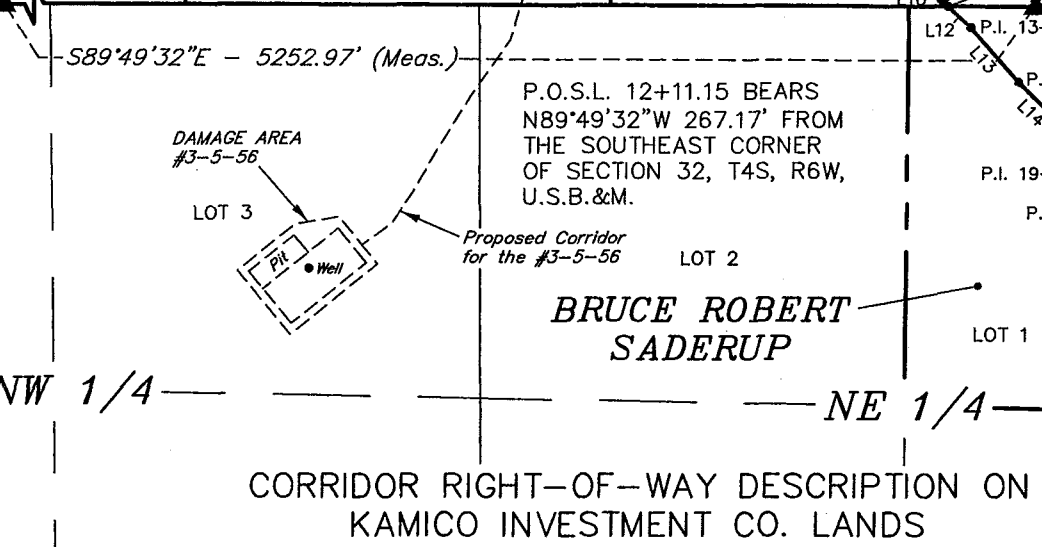
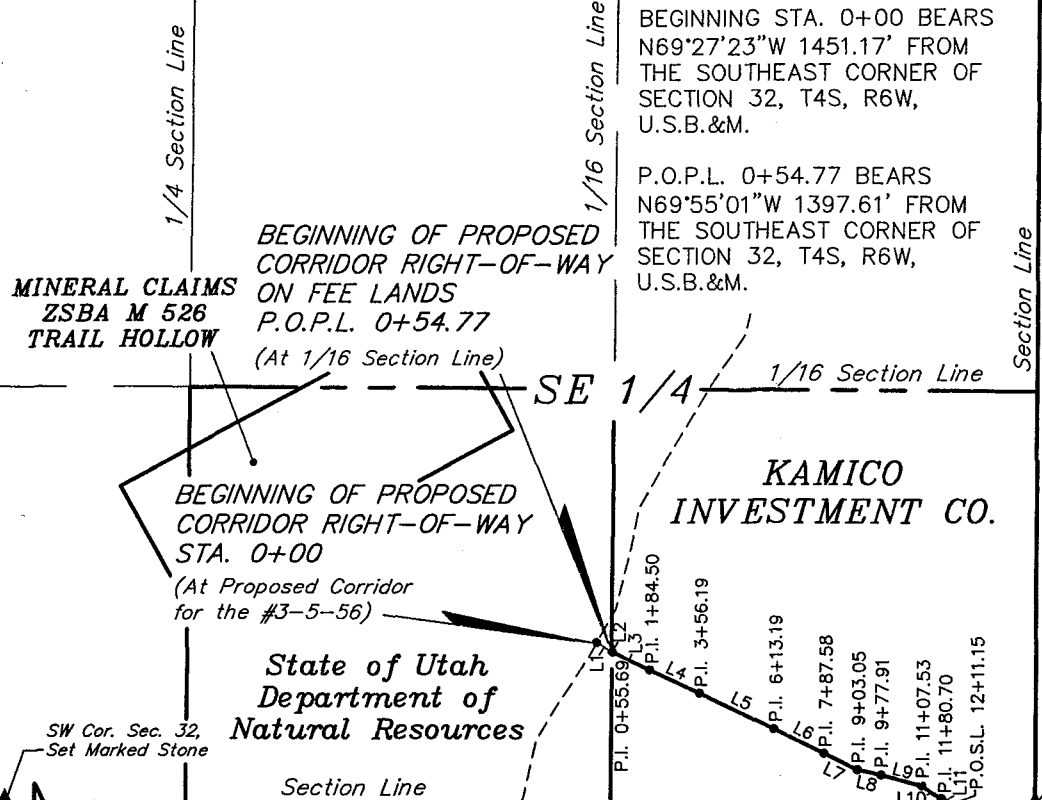
State of Utah
Department of
Natural Resources

END OF PROPOSED
CORRIDOR RIGHT-OF-WAY
STA. 37+22.97
(At Edge of Damage Area)

State of Utah
Department of
Natural Resources

Sec. 4

Sec. 32



A 30' WIDE RIGHT-OF-WAY 15' ON EACH SIDE OF THE FOLLOWING DESCRIBED CENTERLINE.

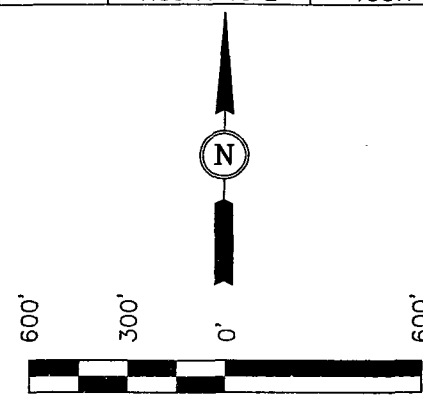
BEGINNING AT A POINT ON THE WEST LINE OF THE SE 1/4 SE 1/4 OF SECTION 32, T4S, R6W, U.S.B.&M., WHICH BEARS N69°55'01"W 1397.61' FROM THE SOUTHEAST CORNER OF SAID SECTION 32, THENCE S57°37'09"E 0.92'; THENCE S64°31'42"E 128.81'; THENCE S64°55'12"E 171.69'; THENCE S64°20'16"E 257.00'; THENCE S63°51'36"E 174.39'; THENCE S63°56'48"E 115.47'; THENCE S77°24'16"E 74.86'; THENCE S75°09'27"E 129.62'; THENCE S55°55'59"E 73.17'; THENCE S46°12'15"E 30.45' TO A POINT ON THE SOUTH LINE OF THE SE 1/4 SE 1/4 OF SAID SECTION 32, WHICH BEARS N89°49'32"W 267.17' FROM THE SOUTHEAST CORNER OF SAID SECTION 32. THE SIDE LINES OF SAID DESCRIBED RIGHT-OF-WAY BEING SHORTENED OR ELONGATED TO MEET THE GRANTOR'S PROPERTY LINES. BASIS OF BEARINGS IS A G.P.S. OBSERVATION. CONTAINS 0.796 ACRES MORE OR LESS.

Sec. 5

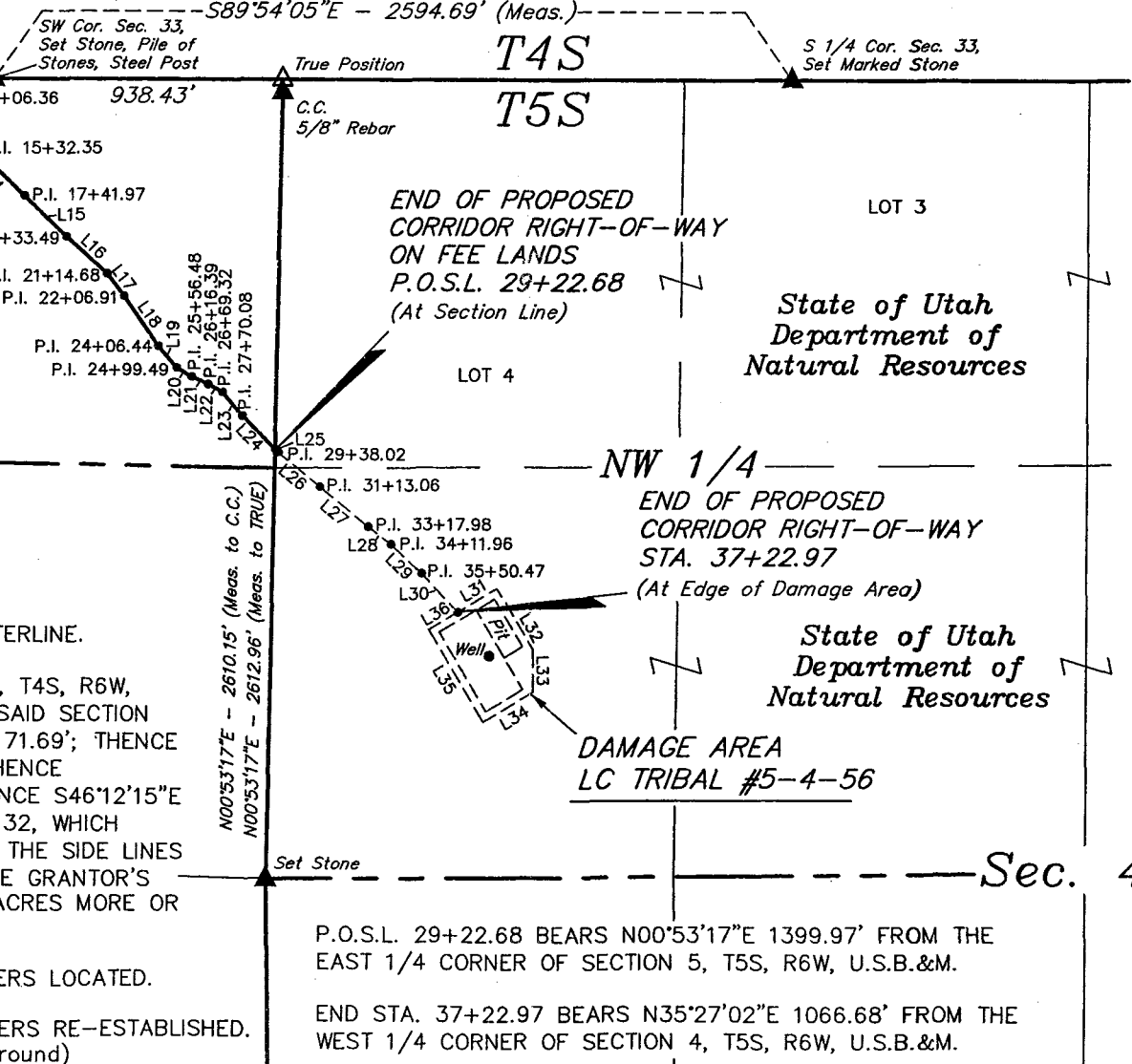
▲ = SECTION CORNERS LOCATED.
 △ = SECTION CORNERS RE-ESTABLISHED.
 (Not Set on Ground)

| LINE TABLE | | |
|------------|-------------|---------|
| LINE | BEARING | LENGTH |
| L1 | S57°37'09"E | 54.77' |
| L2 | S57°37'09"E | 0.92' |
| L3 | S64°31'42"E | 128.81' |
| L4 | S64°55'12"E | 171.69' |
| L5 | S64°20'16"E | 257.00' |
| L6 | S63°51'36"E | 174.39' |
| L7 | S63°56'48"E | 115.47' |
| L8 | S77°24'16"E | 74.86' |
| L9 | S75°09'27"E | 129.62' |
| L10 | S55°55'59"E | 73.17' |
| L11 | S46°12'15"E | 30.45' |
| L12 | S46°12'15"E | 95.21' |
| L13 | S40°56'04"E | 225.99' |
| L14 | S45°34'39"E | 209.62' |
| L15 | S46°00'20"E | 191.52' |
| L16 | S47°07'39"E | 181.19' |
| L17 | S37°47'31"E | 92.23' |
| L18 | S34°48'31"E | 199.53' |
| L19 | S40°12'04"E | 93.05' |
| L20 | S59°30'38"E | 56.99' |
| L21 | S64°53'02"E | 59.91' |
| L22 | S61°36'23"E | 52.93' |
| L23 | S39°56'42"E | 100.76' |
| L24 | S43°17'17"E | 152.60' |
| L25 | S43°17'17"E | 15.34' |
| L26 | S50°23'03"E | 175.04' |

| LINE TABLE | | |
|------------|-------------|---------|
| LINE | BEARING | LENGTH |
| L27 | S50°45'47"E | 204.92' |
| L28 | S52°35'53"E | 93.98' |
| L29 | S46°31'43"E | 138.51' |
| L30 | S43°01'56"E | 172.50' |
| L31 | N59°11'48"E | 150.24' |
| L32 | S30°48'12"E | 230.00' |
| L33 | S00°32'48"E | 138.92' |
| L34 | S59°11'48"W | 190.00' |
| L35 | N30°48'12"W | 350.00' |
| L36 | N59°11'48"E | 109.76' |



BASIS OF BEARINGS IS A G.P.S. OBSERVATION.



P.O.S.L. 29+22.68 BEARS N00°53'17"E 1399.97' FROM THE EAST 1/4 CORNER OF SECTION 5, T5S, R6W, U.S.B.&M.

END STA. 37+22.97 BEARS N35°27'02"E 1066.68' FROM THE WEST 1/4 CORNER OF SECTION 4, T5S, R6W, U.S.B.&M.

BERRY PETROLEUM COMPANY CORRIDOR RIGHT-OF-WAY ON FEE LANDS

(For LC TRIBAL #5-4-56)

LOCATED IN SECTION 32, T4S, R6W, U.S.B.&M. & SECTION 5, T5S, R6W, U.S.B.&M., DUCHESNE COUNTY, UTAH

| RIGHT-OF-WAY LENGTHS | | | |
|---|---------|-------|--------|
| PROPERTY OWNER | FEET | ACRES | RODS |
| State of Utah Department of Natural Resources | 855.06 | 0.589 | 51.82 |
| KAMICO INVESTMENT CO. | 1156.38 | 0.796 | 70.08 |
| BRUCE ROBERT SADERUP | 1711.53 | 1.179 | 103.73 |

CORRIDOR RIGHT-OF-WAY DESCRIPTION BRUCE ROBERT SADERUP LANDS

A 30' WIDE RIGHT-OF-WAY 15' ON EACH SIDE OF THE FOLLOWING DESCRIBED CENTERLINE.

BEGINNING AT A POINT ON THE NORTH LINE OF LOT 1 OF SECTION 5, T5S, R6W, U.S.B.&M., WHICH BEARS N89°49'32"W 267.17' FROM THE SOUTHEAST CORNER OF SECTION 32 T4S, R6W, U.S.B.&M., THENCE S46°12'15"E 95.21'; THENCE S40°56'04"E 225.99'; THENCE S45°34'39"E 209.62'; THENCE S46°00'20"E 191.52'; THENCE S47°07'39"E 181.19'; THENCE S37°47'31"E 92.23'; THENCE S34°48'31"E 199.53'; THENCE S40°12'04"E 93.05'; THENCE S59°30'38"E 56.99'; THENCE S64°53'02"E 59.91'; THENCE S61°36'23"E 52.93'; THENCE S39°56'42"E 100.76'; THENCE S43°17'17"E 152.60' TO A POINT ON THE EAST LINE OF LOT 1 OF SAID SECTION 5, WHICH BEARS N00°53'17"E 1399.97' FROM THE EAST 1/4 CORNER OF SAID SECTION 5. THE SIDE LINES OF SAID DESCRIBED RIGHT-OF-WAY BEING SHORTENED OR ELONGATED TO MEET THE GRANTOR'S PROPERTY LINES. BASIS OF BEARINGS IS A G.P.S. OBSERVATION. CONTAINS 1.179 ACRES MORE OR LESS.

CERTIFICATE

THIS IS TO CERTIFY THAT THE SURVEY WAS MADE BY ME OR UNDER MY SUPERVISION AND THAT THE SURVEY ACCURACIES ARE TO THE BEST OF MY KNOWLEDGE AND BELIEF.

REGISTERED LAND SURVEYOR
 STATE OF UTAH

| UINTAH ENGINEERING & LAND SURVEYING | |
|--------------------------------------|---------------------------|
| 85 SOUTH - 200 EAST • (435) 789-1017 | |
| VERNAL, UTAH - 84078 | |
| SCALE 1" = 600' | DATE 01-10-07 |
| PARTY J.W. B.D. P.M. | REFERENCES G.L.O. PLAT |
| WEATHER COLD | FILE 4 8 1 7 7 |

RECEIVED
JAN 1 1987

Berry Petroleum Company,
Lake Canyon Tribal (LCT) #5-4-56 well:
A Cultural Resource Inventory for a well pad,
its access and pipeline,
Uintah-Ouray Ute Reservation,
Duchesne County, Utah

By
James A. Truesdale

James A. Truesdale
Principle Investigator

Prepared For
Berry Petroleum Co.
4000 South 4028 West
Roosevelt, Utah
84066

Prepared By
AN INDEPENDENT ARCHAEOLOGIST
P.O.Box 153
Laramie, Wyoming
82073

Utah Project # U-06-AY-1487(s)

December 12, 2006

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Introduction

An Independent Archaeologist (AIA) was contacted by a representative of Berry Petroleum Co., to conduct a cultural resources investigation of the proposed Lake Canyon Tribal (LCT) #5-4-56 well, its access and pipeline. The location of the project area is in the SE/NW 1/4 of Section 4, T5S, R6W, Duchesne County, Utah (Figure 1).

The proposed LCT #5-4-56 well's centerstake (Alternate #1) footage is 1855' FNL and 710' FWL. The Universal Transverse Mercator (UTM) centroid coordinate for the proposed LC Tribal #3-5-56 well centerstake in Zone 12, North American Datum (NAD) 83 is 05/36/542.35 mE 44/36/426.15 mN +5m.

The proposed access and pipeline is an existing oil and gas field service road and pipeline that trends through the proposed LCT #5-4-56 well pad.

The land surface in Section 4 of Township 5 South Range 6 West is administered by the Utah Division of Wildlife Resources while the minerals are administered by the Bureau of Indian Affairs, Phoenix Area Office, Uintah-Ouray Agency and the Uintah-Ouray Ute Tribe, Fort Duchesne, Utah. A total of 10 acres (10 block, 0 linear) was surveyed. Fieldwork was authorized through an access permit issued by the Energy and Minerals Resource Division of the Uintah-Ouray Ute tribe. The fieldwork was conducted on October 16 and 17, and October 24 through 27, 2006 by AIA archaeologist James Truesdale. All the field notes and maps are located in the AIA office in Laramie, Wyoming.

File Search

A GIS file search was conducted at the Utah Division of State History (UDSH), Antiquities Section, Records Division in October 13 of 2006. In addition, AIA's USGS quadrangle Buck Knoll, Duchesne SW, Duchesne SE, Anthro Mountain and Anthro Mountain NE base maps were updated from UDSH Records division Buck Knoll, Duchesne SW, Duchesne SE, Anthro Mountain and Anthro Mountain NE base maps in November of 2003 and again on February 2, 2004. The UDSH SHPO GIS file search reported that no previous projects had been conducted in the general area (Section 4, T5S R6W). No cultural resources (sites and/or isolates) have been recorded in the general area (Section 4, T5S R6W). No projects and/or cultural materials (sites, isolates) have been previously recorded in the immediate project area.

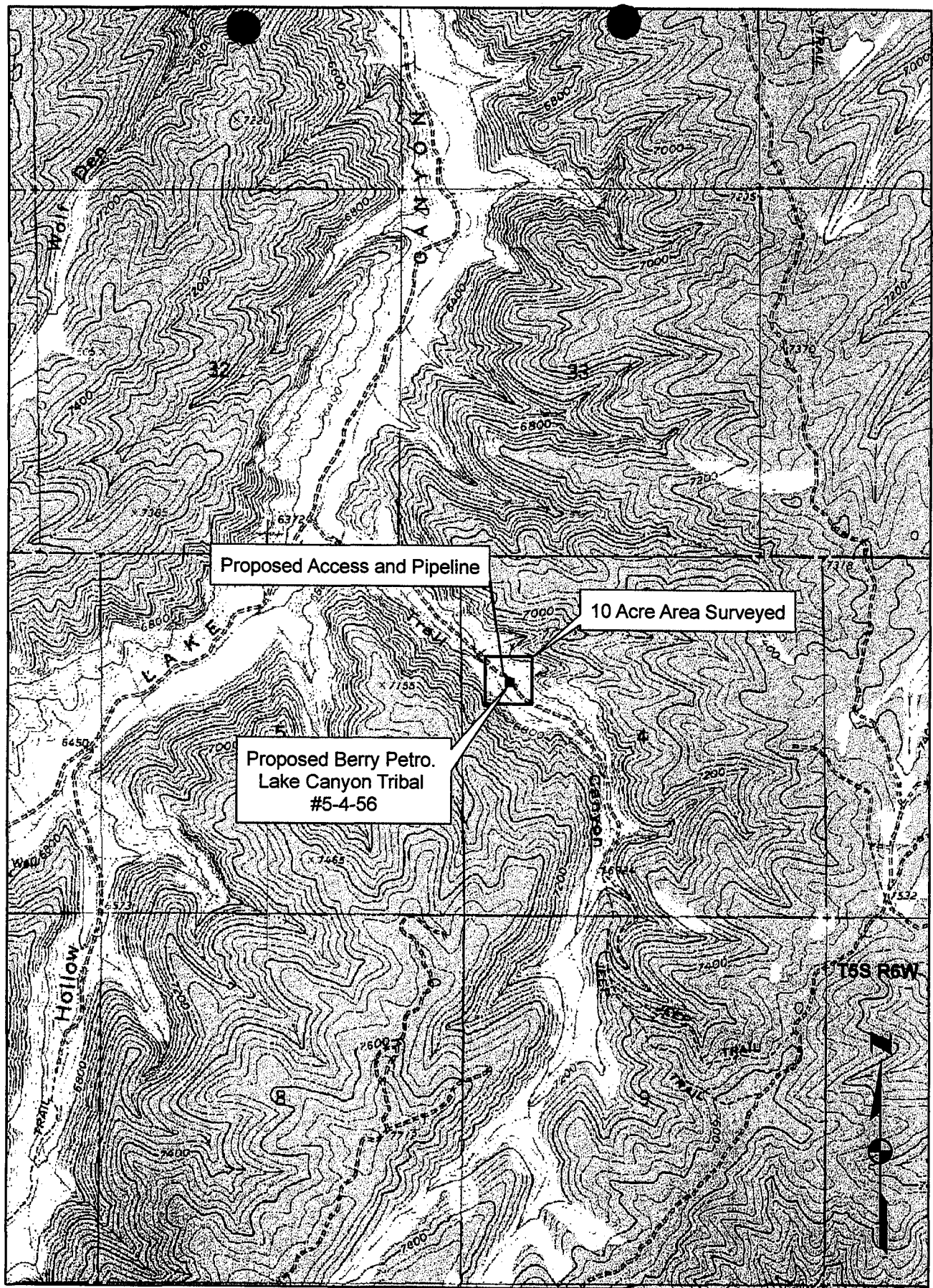


Figure #1. Location of the proposed Berry Petroleum Lake Canyon Unit #5-4-56 its access and pipeline on USGS 7.5' Quadrangle map Buck Knoll Duchesne County, Utah.

Environment

Physiographically, the project is located in the Uinta Basin, approximately 8 miles southwest of Duchesne, Utah. The Uinta Basin is structurally the lowest part of the Colorado Plateau geographical province (Thornbury 1965:425). The Uinta Basin is a large, relatively flat, bowl shaped, east-west asymmetrical syncline near the base of the Uinta Mountains (Stokes 1986:231). The topography is characteristic of sloping surfaces which incline northward and are mainly dip slopes on the harder layers of Green River and Uinta Formations. The terrain is characterized as having steep ridges and/or buttes of Uintah Formation sandstones and clays dissected by seasonal drainages and washes with wide flat alluvial plains. The basin contains a thick section of more than 9000 feet (2743.9 m) of early Tertiary rocks (Childs 1950). These rocks are mainly Paleocene and Eocene in age and consist of sandstone, clay and shale lacustrine, fluvial, and deltaic continental deposits, most famous of which are the lacustrine Green River Beds.

The project area is located Trail Canyon which is a small tributary of Lake Canyon. Lake Canyon is a long narrow south to north trending canyon that eventually drains into the Strawberry River which is approximately 5 miles to the north. The upland hills, benches and ridges above Lake Canyon is dominated by exposed and eroding sandstone, clay and shale bedrock. The exposed bedrock in these upland ridges is covered with aeolian sand that may reach a depth of over 50 to 100 centimeters in area.

Vegetation in the project area is characteristic of a Pinon/Juniper community. Species observed in the project area include; Pinyon pine (Pinus Edulis), juniper (Juniperus Osteosperma), curl-leaf mountain mahogany (Cercocarpus ledifolius), shadscale (Atriplex confertifolia), sand sage, (Artemesia filifolia), saltbush (Atriplex nuttallii), rabbitbrush (Chrysothamnus viscidiflorus), winterfat (Eurotia lanata), greasewood (Sarcobatus baileyi), Indian ricegrass (Oryzopsis hymenoides), desert needlegrass (Stipa speciosa), wild buckwheat (Eriogonum ovalifolium), silky lupine (Lupinus sericeus), desert globemallow (Bromus tectorum), sky rocket (Gilia aggregata), Tansy leaved evening primrose (Oenothera tanacetifolia), Rydberg's Penstemon (Penstemon rydbergi), Stemless Hymenoxys (Hymenoxys acaulis), Sego Lily (Calochortus nuttallii), peppergrass (Lepidium perfoliatum), Russian thistle (Salsola kali), Simpson's Hedgehog cactus (Pediocactus simpsonii) and prickly pear cactus (Opuntia spp.).

Lake Canyon Tribal (LCT) #5-4-56

The Berry Petroleum Co.'s proposed Lake Canyon Tribal (LCT) #5-4-56 well is situated along in the bottom of the small narrow

Trail Canyon (Figure 2). Trail Canyon is a small narrow southeast to northwest trending canyon that is a tributary along the eastern side of Lake Canyon. The well is also located along the bottom of the talus slope of a steep canyon wall in the bottom of Trail Canyon (Figure 2). The existing Trail Canyon access road trends through the existing well pad. The vegetation on the well is dominated by low sagebrush/bunchgrasses community while the surrounding ridges are dominated by a Pinyon/juniper forest with an understory of mountain mahogany, big sagebrush, budsage, buckwheat, yucca, prickly pear cactus and bunchgrasses (wheatgrass, Indian rice grass). A low sagebrush community consisting of sagebrush, saltbush, tall rabbitbrush, greasewood, bunchgrasses and prickly pear cactus can be found in the open areas along the roads in the broad open flats in bottom of Lake Canyon. Sediments on the proposed well have been partially disturbed by the construction of the road, its cyclic maintenance. However, undisturbed sediments surrounding the well pad consist of colluvial deposits. These undisturbed colluvial deposits consist of moderately deep (<10 to 150 cm), poorly sorted, loosely compacted, tan to light brown, sandy clay loam, mixed with small



Figure 2. View to east southeast at the proposed Lake Canyon Tribal (LCT) #5-4-56 well centerstake and well pad area.

to medium sized flat, angular pieces of sandstone, clay and shale.

The elevation is 6661.68 feet (2031 m) AMSL.

The proposed access and pipeline is an existing oil and gas field service road and pipeline that trend northwest to southeast through the proposed well pad. This existing road is the Trail Canyon access road. Undisturbed sediments on either side of the road are colluvial in nature and consist of shallow (<5 to 25 cm), poorly sorted, loosely compacted, tan to light brown, sandy clay loam mixed with small to medium sized angular pieces of Uinta formation sandstone, clay and shale. Exposures of sandstone, clay and shale bedrock can be found eroding from the canyon talus slopes.

The surrounding landscape exhibits exposures of relatively thick ledges of sandstone with thinner layers of clay and shale. The surrounding vegetation is dominated by a Pinyon/juniper community with a understory of mountain mahogany, low sagebrush, yucca, bunchgrasses along the hill and ridge slopes, and low sagebrush community in the ridge top flats and open parks.

Field Methods

A total of 10 acres was surveyed around the centerstake of the proposed LCT #5-4-56 well location to allow for relocation of the pad if necessary. The survey was accomplished by walking transects spaced no more than 15 meters apart. The proposed access and pipeline is an existing road and pipeline that trend through the LCT #5-4-56 well pad. Therefore, the proposed access and pipeline are located within the 10 acre area surveyed around the proposed LCT #5-4-56 well centerstake. Thus, a total of 0 linear acres were surveyed.

Geologic landforms (rockshelters, alcoves, ridge tops and saddles) and areas of subsurface exposure (ant hills, blowouts, rodent holes and burrow, eroding slopes and cutbanks) were examined with special care in order to locate cultural resources (sites, isolates) and possibly help assess a site's sedimentary integrity and potential for the presence and/or absence of buried intact cultural deposits. The entire surface areas of ridge tops were covered. All exposures of sandstone cliff faces, alcoves or rockshelter, and talus slopes were surveyed.

When cultural materials are discovered, a more thorough survey of the immediate vicinity is conducted in order to locate any associated artifacts and to determine the horizontal extent (surface area) of the site. If no other artifacts are located during the search then the initial artifact was recorded as an isolated find. At times, isolated formal tools (typical end scrapers, projectile points) were drawn and measured. The isolate was then described and its location plotted on a U.S.G.S. topographic map and UTM coordinates are recorded.

When sites are found an Intermountain Antiquities Computer System (IMACS) form was used to record the site. At all sites, selected topographic features, site boundaries, stone tools and cultural features (hearths, foundations, trash dumps and trails) are mapped. Sites were mapped with a Brunton compass and pacing off distances from a mapping station (datum). All debitage is inventoried using standard recording techniques (Truesdale et al 1995:7) according to material type, basic flake type, and so on. Selected (mostly complete) stone tools and projectile points are drawn and measured. All features (rockart panel(s), hearths, foundations, trash dumps and trails) are measured and described, while selected features are either drawn or photographed.

Site location data is recorded by a GARMIN Global Positioning System (GPS III Plus) and/or an E-Trex GPS. Site elevation and Universal Transverse Mercator (UTM) grid data, its Estimated Position Error (EPE) and Dilution of Precision (DOP) were recorded. Using the GPS data, the site location was then placed on a USGS 7.5' quadrangle map.

Results

A total of 10 acres (10 block, 0 linear) were surveyed for cultural resources within and around the proposed Berry Petroleum Co. Lake Canyon Tribal (LCT) #5-4-56 and along its access and pipeline. No cultural resources (sites, isolates) were recorded during the survey.

Modern trash (plastic soda pop, oil and antifreeze bottles, clear, green, and brown bottle glass, sanitary food cans, foam insulation and miscellaneous metal scraps) can be found throughout the Lake Canyon Oil and Gas Field Area and along its service roads.

Recommendations

A total of 10 acres (10 block, 0 linear) were surveyed for cultural resources within and around the proposed Berry Petroleum Co. Lake Canyon Tribal (LCT) #5-4-56 and along its access and pipeline. No cultural resources (sites, isolates) were recorded during the survey.

Modern trash (plastic soda pop, oil and antifreeze bottles, clear, green, and brown bottle glass, sanitary food cans, foam insulation and miscellaneous metal scraps) can be found throughout the Lake Canyon Oil and Gas Field Area and along its service roads.

Sediments on and surrounding the proposed well pad and along its access and pipeline are colluvial in nature and shallow (<5 to

25 cm). In addition, the sediments on the proposed well pad and along its access and pipeline have been disturbed by construction the existing road that trends through the proposed well pad. Thus, the possibility of buried and intact cultural materials on and surrounding the proposed well pad or along its access and pipeline is low. Therefore, no additional archaeological work is necessary and clearance is recommended for the construction of the proposed Lake Canyon Tribal (LCT) #5-4-56 well pad, its access and pipeline.

REFERENCES CITED

Childs, O.E.

- 1950 Geologic history of the Uinta Basin, Utah Geological and Mineralogical Survey. Guidebook to the Geology of Utah, No. 5:49-59.

Stokes, William Lee

- 1986 Geology of Utah. Contributions by Utah Museum of Natural History, and the Utah Geological and Mineral Survey Department of Natural Resources. Utah Museum of Natural History, Occasional Papers, Number 6.

Thornbury, William D.

- 1965 Regional Geomorphology of the United States. John Wiley & Sons, Inc.

Truesdale, James A., Kathleen E. Hiatt, and Clifford Duncan

- 1995 Cultural Resource Inventory of the Proposed Ouray Gravel Pit Location, Uintah-Ouray Ute Reservation, Uintah County, Utah. Report prepared for U & W Construction, Ft. Duchesne, Utah by AIA, Laramie, Wyoming.

BERRY PETROLEUM COMPANY

LC TRIBAL #5-4-56

LOCATED IN DUCHESNE COUNTY, UTAH

SECTION 4, T5S, R6W, U.S.B.&M.



PHOTO: VIEW FROM CORNER #5 TO LOCATION STAKE

CAMERA ANGLE: SOUTHWESTERLY



PHOTO: VIEW FROM BEGINNING OF PROPOSED ACCESS

CAMERA ANGLE: SOUTHEASTERLY



- Since 1964 -

UELS Uintah Engineering & Land Surveying
85 South 200 East Vernal, Utah 84078
435-789-1017 uels@uelsinc.com

LOCATION PHOTOS

1

4

07

MONTH

DAY

YEAR


PHOTO

TAKEN BY: J.W.

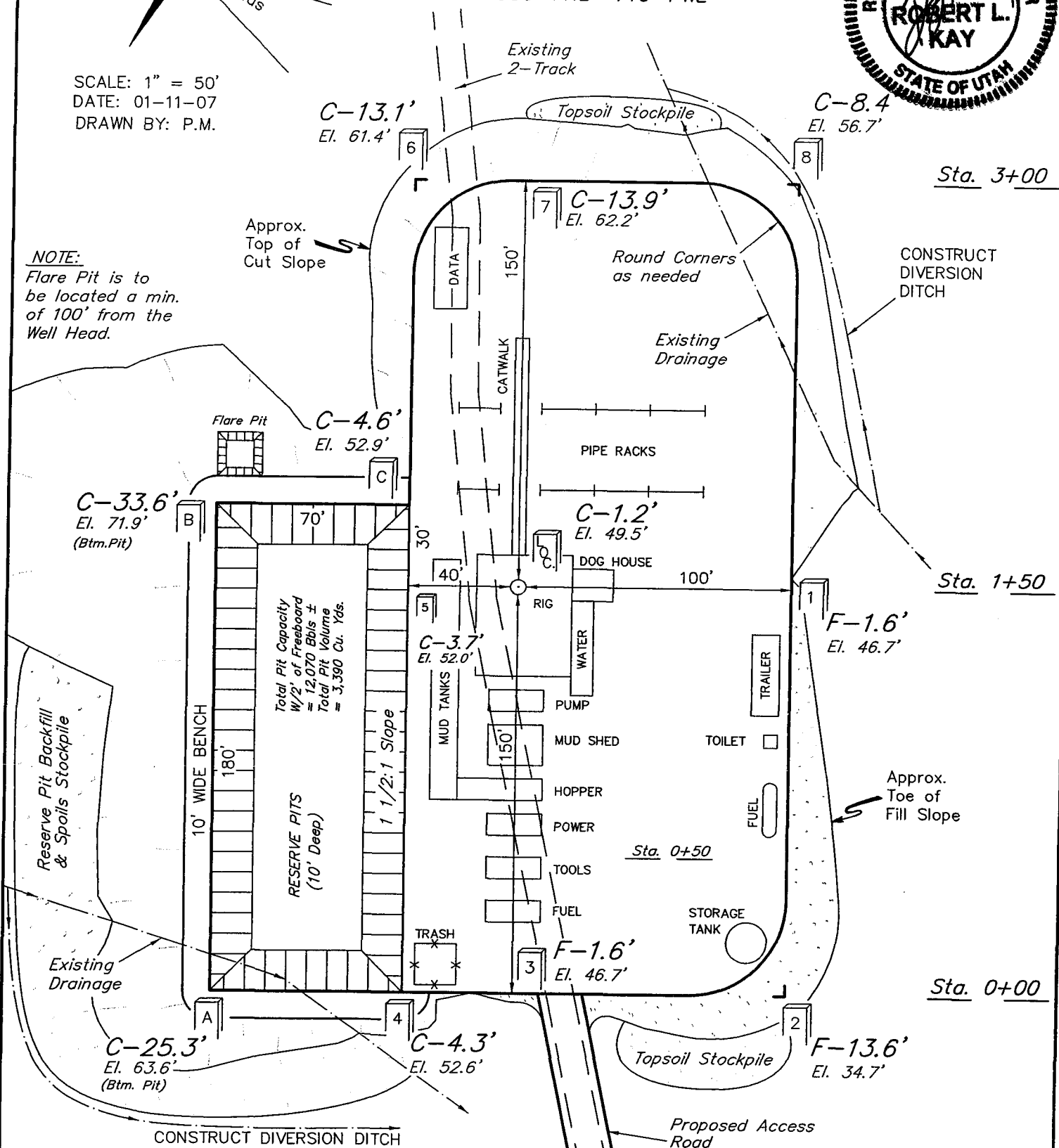
DRAWN BY: J.L.G.

REVISED: 00-00-00

LOCATION LAYOUT FOR

A circular professional seal for a Registered Land Surveyor. The outer ring contains the text "REGISTERED LAND SURVEYOR" at the top and "STATE OF UTAH" at the bottom. The center of the seal contains the text "No. 11319" and "ROBERT L. KAY". A large, stylized signature is written across the center of the seal.

NOTE:
Flare Pit is to
be located a min.
of 100' from the
Well Head.



Elev. Graded Ground at Location Stake = 6648.3'

UINTAH ENGINEERING & LAND SURVEYING
85 So. 200 East * Vernal, Utah 84078 * (435) 789-1017

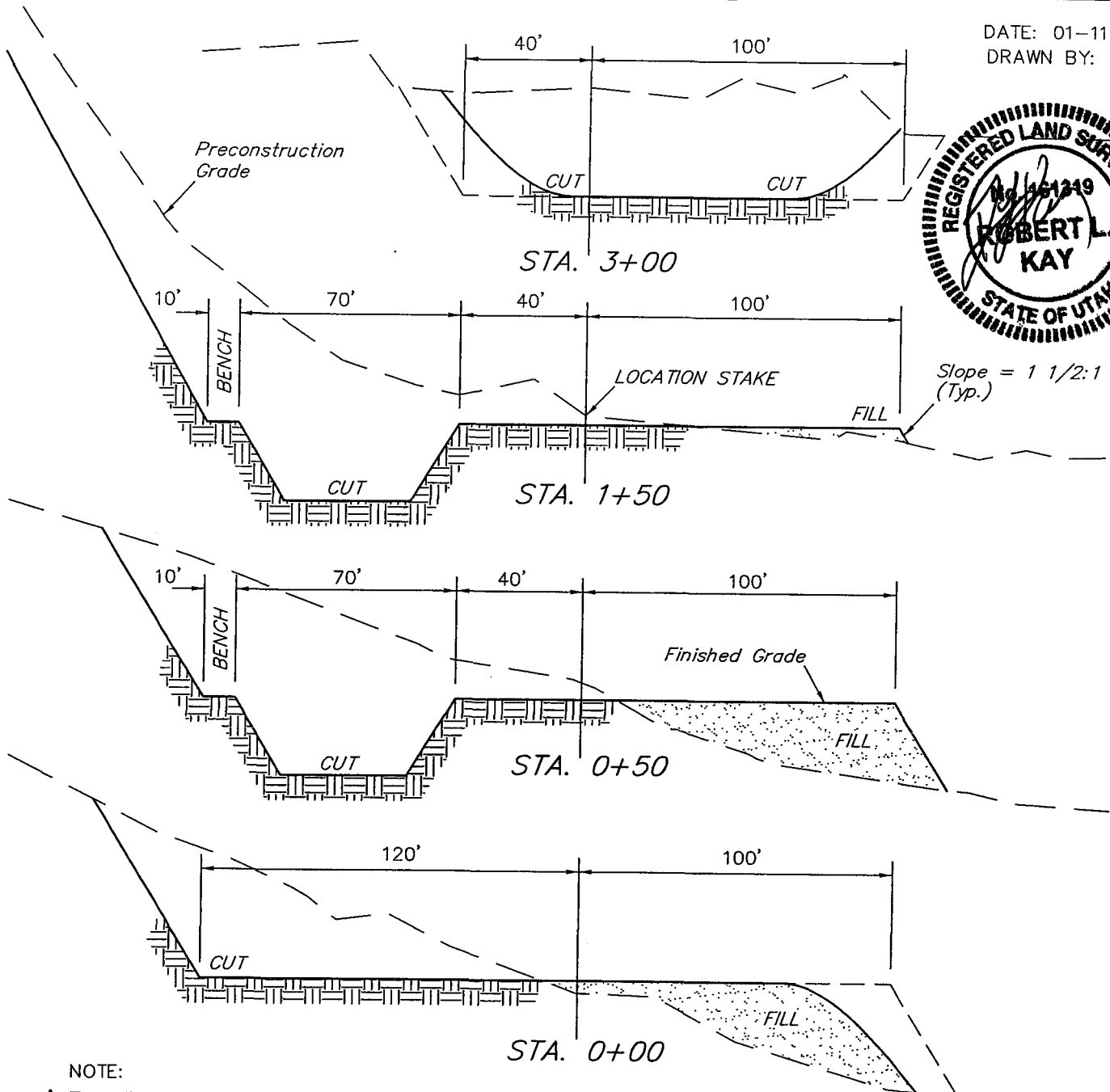
BERRY PETROLEUM COMPANY

TYPICAL CROSS SECTIONS FOR

LC TRIBAL #5-4-56
SECTION 4, T5S, R6W, U.S.B.&M.
1885' FNL 710' FWL

1" = 20'
X-Section
Scale
1" = 50'

DATE: 01-11-07
DRAWN BY: P.M.



NOTE:

Topsoil should not be
Stripped Below Finished
Grade on Substructure Area.

* NOTE:

FILL QUANTITY INCLUDES
5% FOR COMPACTION

APPROXIMATE YARDAGES

CUT

(6") Topsoil Stripping = 1,710 Cu. Yds.
Remaining Location = 25,650 Cu. Yds.

TOTAL CUT = 27,360 CU.YDS.

FILL = 3,260 CU.YDS.

EXCESS MATERIAL = 24,100 Cu. Yds.

Topsoil & Pit Backfill = 3,410 Cu. Yds.
(1/2 Pit Vol.)

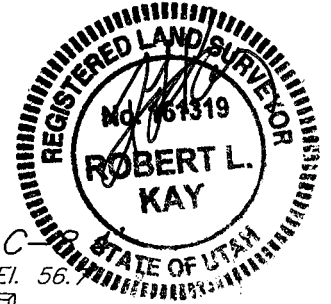
EXCESS UNBALANCE = 20,690 Cu. Yds.
(After Interim Rehabilitation)

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85 So. 200 East * Vernal, Utah 84078 * (435) 789-1017

BERRY PETROLEUM COMPANY

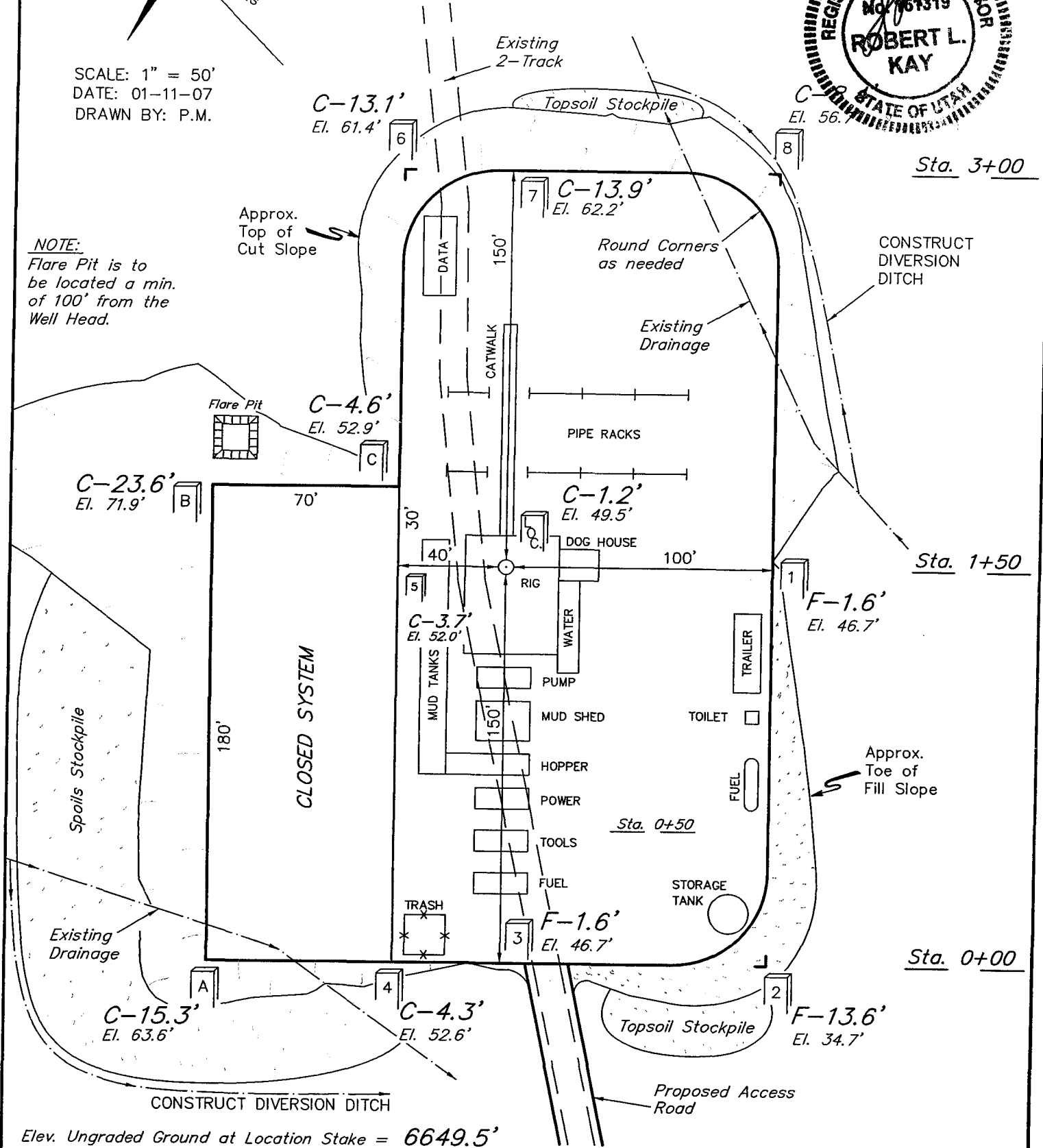
LOCATION LAYOUT FOR

LC TRIBAL #5-4-56
SECTION 4, T5S, R6W, U.S.B.&M.
1885' FNL 710' FWL



SCALE: 1" = 50'
DATE: 01-11-07
DRAWN BY: P.M.

NOTE:
Flare Pit is to be located a min. of 100' from the Well Head.



Elev. Ungraded Ground at Location Stake = 6649.5'

Elev. Graded Ground at Location Stake = 6648.3'

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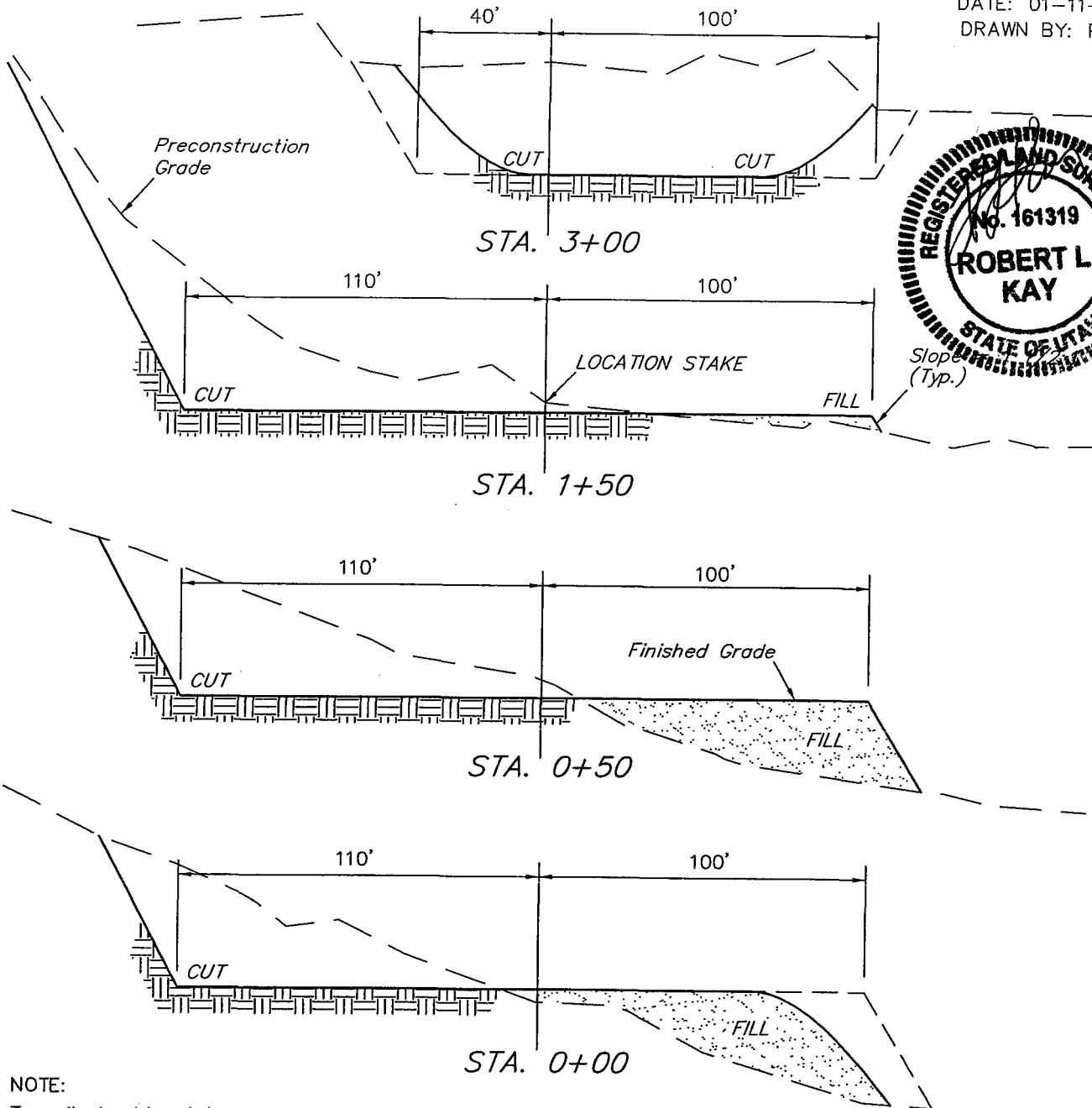
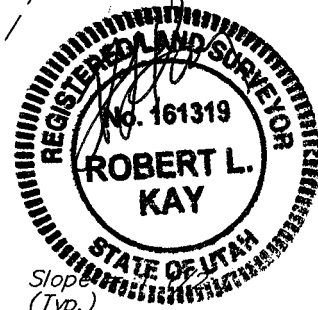
BERRY PETROLEUM COMPANY

TYPICAL CROSS SECTIONS FOR

LC TRIBAL #5-4-56
SECTION 4, T5S, R6W, U.S.B.&M.
1885' FNL 710' FWL

1" = 20'
X-Section
Scale
1" = 50'

DATE: 01-11-07
DRAWN BY: P.M.



NOTE:

Topsoil should not be
Stripped Below Finished
Grade on Substructure Area.

* NOTE:

FILL QUANTITY INCLUDES
5% FOR COMPACTION

APPROXIMATE YARDAGES

CUT

(6") Topsoil Stripping = 1,510 Cu. Yds.
Remaining Location = 17,330 Cu. Yds.

TOTAL CUT = 18,840 CU.YDS.

FILL = 3,260 CU.YDS.

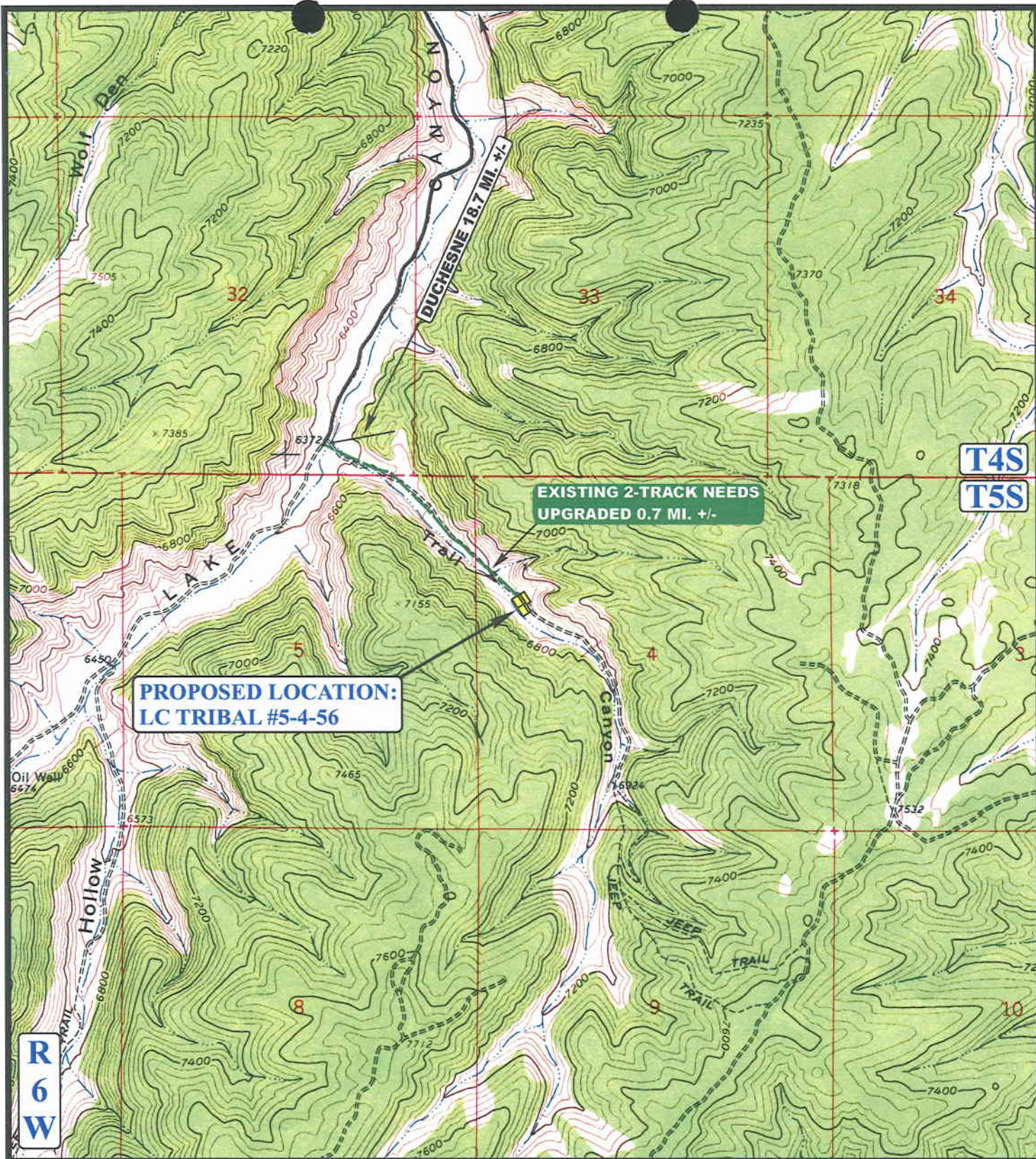
EXCESS MATERIAL = 15,580 Cu. Yds.

Topsoil = 1,510 Cu. Yds.

EXCESS UNBALANCE = 14,070 Cu. Yds.
(After Interim Rehabilitation)

UINTAH ENGINEERING & LAND SURVEYING
85 So. 200 East * Vernal, Utah 84078 * (435) 789-1017





LEGEND:

EXISTING ROAD
 PROPOSED ACCESS ROAD



BERRY PETROLEUM COMPANY

LC TRIBAL #5-4-56
SECTION 4, T5S, R6W, U.S.B.&M
1885' FNL 710' FWL



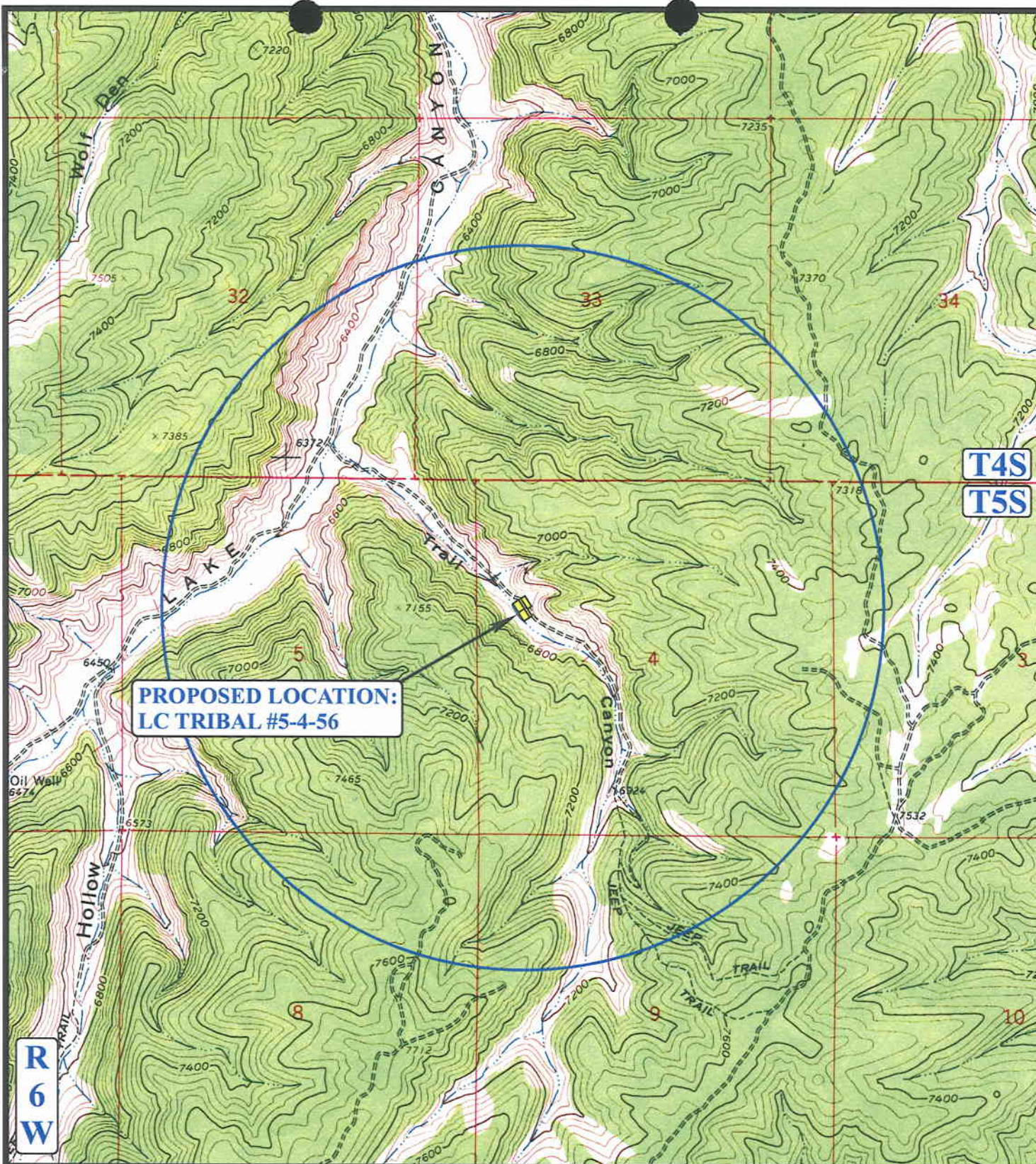
Uintah Engineering & Land Surveying
 85 South 200 East Vernal, Utah 84078
 (435) 789-1017 * FAX (435) 789-1813

TOPOGRAPHIC
MAP

1 4 07
 MONTH DAY YEAR

SCALE: 1" = 2000' DRAWN BY: J.L.G. REVISED: 00-00-00





LEGEND:

- DISPOSAL WELLS
- PRODUCING WELLS
- SHUT IN WELLS
- WATER WELLS
- ABANDONED WELLS
- TEMPORARILY ABANDONED

BERRY PETROLEUM COMPANY

LC TRIBAL #5-4-56
SECTION 4, T5S, R6W, U.S.B.&M
1885' FNL 710' FWL



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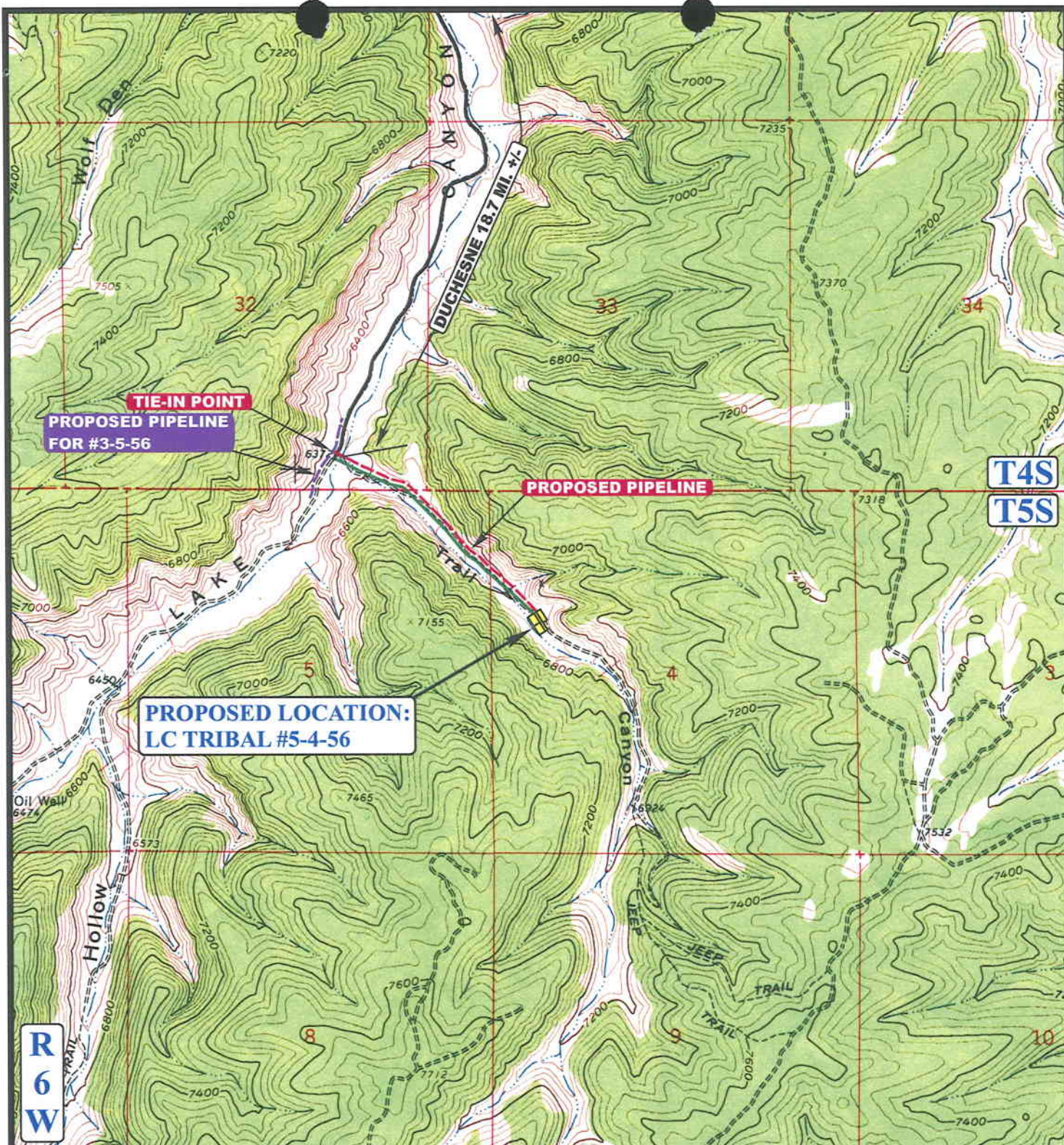


TOPOGRAPHIC
MAP

1 4 07
MONTH DAY YEAR

SCALE: 1" = 2000' DRAWN BY: J.L.G. REVISED: 00-00-00





APPROXIMATE TOTAL PIPELINE DISTANCE = 3,748' +/-

LEGEND:

- EXISTING PIPELINE
- - - PROPOSED PIPELINE
- PROPOSED ACCESS

N

BERRY PETROLEUM COMPANY

LC TRIBAL #5-4-56
SECTION 4, T5S, R6W, U.S.B.&M
1885' FNL 710' FWL



Uintah Engineering & Land Surveying
 85 South 200 East Vernal, Utah 84078
 (435) 789-1017 * FAX (435) 789-1813

**TOPOGRAPHIC
MAP**

1 4 07
 MONTH DAY YEAR

SCALE: 1" = 2000' DRAWN BY: J.L.G. REVISED: 00-00-00



WORKSHEET
APPLICATION FOR PERMIT TO DRILL

APD RECEIVED: 03/02/2007

API NO. ASSIGNED: 43-013-33579

WELL NAME: LC TRIBAL 5-4-56

OPERATOR: BERRY PETROLEUM COMPANY (N2480)

PHONE NUMBER: 435-722-1325

CONTACT: SHELLY CROZIER

PROPOSED LOCATION:

SWNW 04 050S 060W

SURFACE: 1885 FNL 0710 FWL

BOTTOM: 1885 FNL 0710 FWL

COUNTY: DUCHESNE

LATITUDE: 40.07729 LONGITUDE: -110.5709

UTM SURF EASTINGS: 536592 NORTHINGS: 4436214

FIELD NAME: UNDESIGNATED (2)

INSPECT LOCATN BY: / /

| Tech Review | Initials | Date |
|-------------|----------|------|
| Engineering | | |
| Geology | | |
| Surface | | |

LEASE TYPE: 2 - Indian

LEASE NUMBER: 14-20-H62-5500

PROPOSED FORMATION: GRRV

SURFACE OWNER: 4 - Fee

COALBED METHANE WELL? NO

RECEIVED AND/OR REVIEWED:

☒ Plat
☒ Bond: Fed[] Ind[2] Sta[] Fee[]
(No. RLB0005651)
☒ Potash (Y/N)
☒ Oil Shale 190-5 (B) or 190-3 or 190-13
☒ Water Permit
(No. 43-11041)
☒ RDCC Review (Y/N)
(Date:)
☒ Fee Surf Agreement (Y/N)
☒ Intent to Commingle (Y/N)

LOCATION AND SITING:

___ R649-2-3.
Unit: ___
☒ R649-3-2. General
Siting: 460 From Qtr/Qtr & 920' Between Wells
___ R649-3-3. Exception
___ Drilling Unit
Board Cause No: ___
Eff Date: ___
Siting: ___
___ R649-3-11. Directional Drill

COMMENTS:

Needs Permit (03-20-02)

STIPULATIONS:

*1- Spacing Slip
2- Federal Approval
3- STATEMENT OF BASIS*

ALTAMONT FIELD

T4S R6W

T5S R6W

LC TRIBAL
3-5-56

LC TRIBAL
5-4-56

LC TRIBAL
7-3-56

5-3-56 DLB

BHL
5-3-56 DLB

LC TRIBAL
14-4-56

LC TRIBAL
1-17-56

LC TRIBAL
4-16-56

LC TRIBAL
2-16D-56

OPERATOR: BERRY PETRO CO (N2480)

SEC: 4,5 T.5S R. 6W

FIELD: UNDESIGNATED (002)

COUNTY: DUCHESNE

SPACING: R649-3-2 / GENERAL SITING

Field Status

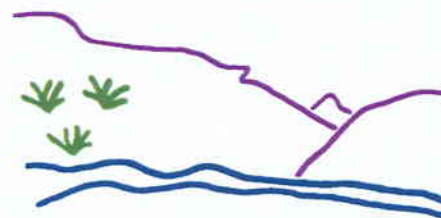
- ABANDONED
- ACTIVE
- COMBINED
- INACTIVE
- PROPOSED
- STORAGE
- TERMINATED

Unit Status

- EXPLORATORY
- GAS STORAGE
- NF PP OIL
- NF SECONDARY
- PENDING
- PI OIL
- PP GAS
- PP GEOTHERML
- PP OIL
- SECONDARY
- TERMINATED

Wells Status

- GAS INJECTION
- GAS STORAGE
- LOCATION ABANDONED
- NEW LOCATION
- PLUGGED & ABANDONED
- PRODUCING GAS
- PRODUCING OIL
- SHUT-IN GAS
- SHUT-IN OIL
- TEMP. ABANDONED
- TEST WELL
- WATER INJECTION
- WATER SUPPLY
- WATER DISPOSAL
- DRILLING



Utah Oil Gas and Mining



PREPARED BY: DIANA MASON
DATE: 8-MARCH-2007

Application for Permit to Drill

Statement of Basis

3/22/2007

Utah Division of Oil, Gas and Mining

Page 1

| | | | | | |
|------------------|--|---------------|--------------------------|------------------|------------|
| APD No | API WellNo | Status | Well Type | Surf Ownr | CBM |
| 283 | 43-013-33579-00-00 | | OW | P | No |
| Operator | BERRY PETROLEUM COMPANY | | Surface Owner-APD | | |
| Well Name | LC TRIBAL 5-4-56 | | Unit | | |
| Field | UNDESIGNATED | | Type of Work | | |
| Location | SWNW 4 5S 6W U 1885 FNL 710 FWL GPS Coord (UTM) 536592E 4436214N | | | | |

Geologic Statement of Basis

The mineral rights for the proposed well are owned by the Ute Tribe. The BLM will be the agency responsible for evaluating and approving the drilling, casing and cement programs.

Brad Hill

3/22/2007

APD Evaluator

Date / Time

Surface Statement of Basis

The general area is within the Lake Canyon drainage in a side draw named Trail Canyon. Lake Canyon is named for a reservoir lake located in the canyon bottom approximately 8 road miles up canyon from the confluence of Lake Canyon drainage with the Strawberry River. The City of Duchesne is approximately 14 road miles to the east of the road junction leading to Lake Canyon. Access to the area is by State of Utah and Duchesne County paved highways to the Lake Canyon graveled Duchesne County Road. An existing single-track private road has been constructed up Trail Canyon. The Lake Canyon County road is at times narrow and crosses one bridge, which the County and oil companies are planning to replace.

Topography in the Lake Canyon area consists of a wide-bottomed canyon rimmed by excessively steep or vertical sidewall cliffs. Outwash plains or deposits of till are common along both sides of the canyon. A few narrow bottomed side drainages exist and have similar steep sides. A perennial stream exists and flows into the Lake originating at springs approximately 1-1/2 miles upstream. Overflow from the lake subs into the bottom of the drainage a short distance below the lake, depending on the amount of flow for the particular year and time of the year. Seeps and small springs infrequently occur within the drainage.

The proposed LC Tribal #5-4-56 oil well is in the bottom Trail Canyon, a side draw of Lake Canyon. A single lane low standard private road exists. Widening will be required for approximately 0.7 miles. The site is at an area where the bottom slightly widens. Adequate space is available for constructing a well pad but would be aided by rounding off corner 8 so as to reduce the length of diversion ditch around this corner.

The surface is owned by the Utah Division of Wildlife Resources and the minerals are Tribal.

To reduce the impact on wintering deer and elk in Lake Canyon the UDWR will require as part of their surface use agreement that no road or pad construction, drilling or use of work-over rigs occur during the critical wintering period of December 1 thru April 15. In addition he requested that if a pump jack is installed on the location that a reduced sound emission muffler be installed on the motor.

Mr. Willams gave Mr. Crozier of Berry Petroleum a copy of his wildlife evaluation and a seed mixture to be used to revegetate un-used portions of the disturbed area.

Floyd Bartlett

3/20/2007

Onsite Evaluator

Date / Time

Application for Permit to Drill

Statement of Basis

3/22/2007

Utah Division of Oil, Gas and Mining

Page 2

Conditions of Approval / Application for Permit to Drill

| Category | Condition |
|----------|---|
| Pits | A synthetic liner with a minimum thickness of 16 mils with a felt subliner shall be properly installed and maintained in the reserve pit. |
| Surface | Drainages adjacent to the proposed pad shall be diverted around the location. |

ON-SITE PREDRILL EVALUATION

Utah Division of Oil, Gas and Mining

Operator BERRY PETROLEUM COMPANY
Well Name LC TRIBAL 5-4-56
API Number 43-013-33579-0 **APD No** 283 **Field/Unit** UNDESIGNATED
Location: 1/4,1/4 SWNW **Sec** 4 **Tw** 5S **Rng** 6W 1885 FNL 710 FWL
GPS Coord (UTM) 536608 4436225 **Surface Owner**

Participants

Floyd Bartlett (DOGM), Jeff Crozier (Berry Petroleum Company), Ben Williams (UDWR), Shaun Hawk (Uintah Engineering and Land Surveying),

Regional/Local Setting & Topography

The general area is within the Lake Canyon drainage in a side draw named Trail Canyon. Lake Canyon is named for a reservoir lake located in the canyon bottom approximately 8 road miles up canyon from the confluence of Lake Canyon drainage with the Strawberry River. The City of Duchesne is approximately 14 road miles to the east of the road junction leading to Lake Canyon. Access to the area is by State of Utah and Duchesne County paved highways to the Lake Canyon graveled Duchesne County Road. An existing single-track private road has been constructed up Trail Canyon. The Lake Canyon County road is at times narrow and crosses one bridge, which the County and oil companies are planning to replace.

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The proposed LC Tribal #5-4-56 oil well is in the bottom Trail Canyon, a side draw of Lake Canyon. A single lane low standard private road exists. Widening will be required for approximately 0.7 miles. The site is at an area where the bottom slightly widens. Adequate space is available for constructing a well pad but would be aided by rounding off corner 8 so as to reduce the length of diversion ditch around this corner.

Surface Use Plan

Current Surface Use

Deer Winter Range
Wildlife Habitat

New Road

| Miles | Well Pad | | Src Const Material | Surface Formation |
|-------|-----------|------------|--------------------|-------------------|
| 0 | Width 220 | Length 300 | Onsite | UNTA |

Ancillary Facilities Y

Waste Management Plan Adequate? Y

Environmental Parameters

Affected Floodplains and/or Wetland N

Flora / Fauna

Big sagebrush, greasewood, rabbit brush, juniper, blue gramma, slender wheatgrass, Indian Ricegrass salina wild rye and annual weed.

Deer, elk, coyotes, bobcats and numerous small mammals, birds and raptors.

Soil Type and Characteristics

Rubbly sandy loam shallow in depth

Erosion Issues N

Sedimentation Issues N

Site Stability Issues N

Drainage Diversion Required Y

Berm Required? N

Erosion Sedimentation Control Required? N

Paleo Survey Run? N **Paleo Potential Observed?** N **Cultural Survey Run?** Y **Cultural Resources?** N

Reserve Pit

Site-Specific Factors

Site Ranking

| | | |
|--|------------------|----|
| Distance to Groundwater (feet) | 100 to 200 | 5 |
| Distance to Surface Water (feet) | >1000 | 0 |
| Dist. Nearest Municipal Well (ft) | >5280 | 0 |
| Distance to Other Wells (feet) | 300 to 1320 | 10 |
| Native Soil Type | Mod permeability | 10 |
| Fluid Type | Fresh Water | 5 |
| Drill Cuttings | Normal Rock | 0 |
| Annual Precipitation (inches) | 10 to 20 | 5 |
| Affected Populations | <10 | 0 |
| Presence Nearby Utility Conduits | Not Present | 0 |

Final Score 35 1 **Sensitivity Level**

Characteristics / Requirements

Two sets of drawings have been submitted. Present plans are to drill the well using a closed loop mud circulation system. If an open loop system is used a reserve pit will be located in an area of cut on the north east portion of the location. Its dimensions will be 70' x 180' x 10' deep. A liner with sub felt is required. Berry commonly uses a 16 mil liner.

Closed Loop Mud Required? N **Liner Required?** Y **Liner Thickness** **Pit Underlayment Required?** Y

Other Observations / Comments

The surface is owned by the Utah Division of Wildlife Resources and the minerals are Tribal.

To reduce the impact on wintering deer and elk in Lake Canyon the UDWR will require as part of their surface use agreement that no road or pad construction, drilling or use of work-over rigs occur during the critical wintering period of December 1 thru April 15. In addition he requested that if a pump jack is installed on the location that a reduced sound emission muffler be installed on the motor.

Mr. Willams gave Mr. Crozier of Berry Petroleum a copy of his wildlife evaluation and a seed mixture to be used to revegetate un-used portions of the disturbed area.

Floyd Bartlett
Evaluator

3/20/2007
Date / Time

From: Brad Hill
To: Mason, Diana
Date: 5/16/2007 9:28 AM
Subject: Fwd: Notice to release a number of Berry Petroleum Company's well applications on DWR surface
Attachments: billjames_businesscard.gif

Diana,

If you would put a copy of this e-mail in the referenced well files I would say this is good enough for the surface agreement requirement.

Brad

>>> William James 5/10/2007 2:50 PM >>>

Diana:

As we discussed today, DWR has been working for a while with Berry Petroleum Co. (Jeff Crozier) to review their applications for rights-of-way on Division of Wildlife Resources (DWR) surface. The roads, pipelines, and well pads for wells #11-27R-46, 4-27-46, 15-6-56, 12-34-46, 14-34-46, 1-9-56, 14-4-56, 10-9-56, 6-12-57, 9-6-56, 3-5-56, 1-12-57, 1-26-46, 3-18-56, 5-4-56, 8-4-56, 8-7-56, 10-26-56, 2-15-54, 4-15-54, 6-15-54, 8-15-54 *are now being authorized under surface operating agreements which have been signed by Berry Petroleum Company, and notarized.*

We have received payment of the applicable fees to DWR. The approved right-of-way leases and easements are now entering the Division of Finance for issuance of contract numbers. Please consider this message as DWR's formal request that, from the surface owner's viewpoint, you can "release" Berry Petroleum to pursue the named wells. We are satisfied they have met DWR standards. If you have questions, please call or drop by my office.

NOTE -- I will be unavailable May 12-22, 2007 on annual leave. If there detail questions or follow-up needs in the interim these wells can be referenced within three agreements which we named DUC-0609-EA-060, DUC-0702-EA-004, and DUC-0702-EA-008. Stephen "Steve" Hansen would be the best contact until I return.

Bill James
Energy Development / NEPA Coordinator
Utah Division of Wildlife Resources
Salt Lake City, Utah
(801) 538-4752 office
(801) 230-1778 mobile



State of Utah

**Department of
Natural Resources**

MICHAEL R. STYLER
Executive Director

**Division of
Oil, Gas & Mining**

JOHN R. BAZA
Division Director

JON M. HUNTSMAN, JR.
Governor

GARY R. HERBERT
Lieutenant Governor

May 16, 2007

Berry Petroleum Company
Rt. 2, Box 7735
Roosevelt, UT 84066

Re: LC Tribal 5-4-56 Well, 1885' FNL, 710' FWL, SW NW, Sec. 4, T. 5 South,
R. 6 West, Duchesne County, Utah

Gentlemen:

Pursuant to the provisions and requirements of Utah Code Ann. § 40-6-1 *et seq.*, Utah Administrative Code R649-3-1 *et seq.*, and the attached Conditions of Approval, approval to drill the referenced well is granted.

This approval shall expire one year from the above date unless substantial and continuous operation is underway, or a request for extension is made prior to the expiration date. The API identification number assigned to this well is 43-013-33579.

Sincerely,

Gil Hunt
Associate Director

pab
Enclosures

cc: Duchesne County Assessor
Bureau of Land Management, Vernal Office

Operator: Berry Petroleum Company
Well Name & Number LC Tribal 5-4-56
API Number: 43-013-33579
Lease: 14-20-H62-5500

Location: SW NW Sec. 4 T. 5 South R. 6 West

Conditions of Approval

1. General

Compliance with the requirements of Utah Admin. R. 649-1 *et seq.*, the Oil and Gas Conservation General Rules, and the applicable terms and provisions of the approved Application for permit to drill.

2. Notification Requirements

Notify the Division with 24 hours of spudding the well.

- Contact Carol Daniels at (801) 538-5284

Notify the Division prior to commencing operations to plug and abandon the well.

- Contact Dustin Doucet at (801) 538-5281

3. Reporting Requirements

All required reports, forms and submittals will be promptly filed with the Division, including but not limited to the Entity Action Form (Form 6), Report of Water Encountered During Drilling (Form 7), Weekly Progress Reports for drilling and completion operations, and Sundry Notices and Reports on Wells requesting approval of change of plans or other operational actions.

4. State approval of this well does not supersede the required federal approval, which must be obtained prior to drilling.

5. Compliance with the Conditions of Approval/Application for Permit to Drill outlined in the Statement of Basis. (Copy Attached)

6. This proposed well is located in an area for which drilling units (well spacing patterns) have not been established through an order of the Board of Oil, Gas and Mining (the "Board"). In order to avoid the possibility of waste or injury to correlative rights, the operator is requested, once the well has been drilled, completed, and has produced, to analyze geological and engineering data generated therefrom, as well as any similar data from surrounding areas if available. As soon as is practicable after completion of its analysis, and if the analysis suggests an area larger than the quarter-quarter section upon which the well is located is being drained, the operator is requested to seek an appropriate order from the Board establishing drilling and spacing units in conformance with such analysis by filing a Request for Agency Action with the Board.

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

RECEIVED
VERNAL FIELD OFFICE
2007 MAR -2 PM 3:39
DEPT. OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

FORM APPROVED
OMB No. 1004-0137
Expires March 31, 2007

APPLICATION FOR PERMIT TO DRILL OR REENTER

| | | | |
|---|---|--|-------------------|
| 1a. TYPE OF WORK <input checked="" type="checkbox"/> DRILL <input type="checkbox"/> REENTER | | 5. Lease Serial No. 14-20-H62-5500 (EDA) | |
| 1b. Type of Well: <input checked="" type="checkbox"/> Oil well <input type="checkbox"/> Gas well <input type="checkbox"/> Other <input checked="" type="checkbox"/> Single zone <input type="checkbox"/> Multiple zone | | 7. Unit or CA Agreement, Name and No. LC TRIBAL 5-4-56 | |
| 2. Name of Operator BERRY PETROLEUM COMPANY | | 9. API Well No. 431013133579 | |
| 3a. Address 4000 SOUTH 4028 WEST RT. 2 BOX 7735, ROOSEVELT, UT. 84066 | 3b. Phone No. (include area code) (435) 722-1325 | 10. Field and Pool, or Exploratory LAKE CANYON | |
| 4. Location of Well (Report location clearly and in accordance with any State requirements.) (SWNW) 1885' FNL, 710' FWL At proposed prod. zone SAME AS ABOVE | | 11. Sec., T. R. M. or BLK. and Survey or Area SEC. 4, T5S, R6W U.S.B.&M. | |
| 14. Distance in miles and direction from nearest town or post office* 19.7 MILES FROM DUCHESNE UTAH | | 12. County or Parrish DUCHESNE | 13. State UTAH |
| 15. Distance from proposed* location to nearest property of lease line, ft. (Also to nearest drig. Unit line, if any) 710' | 16. No. of acres in lease 80 | 17. Spacing Unit dedicated to this well 40 | |
| 18. Distance from proposed* to nearest well, drilling, completed, applied for, on this lease, ft. N/A | 19. Proposed Depth 5225' | 20. BLM/BIA Bond No. on file UTB000035 | |
| 21. Elevations (Show whether DF, KDB, RT, GR, etc.) 6648' GR | 22. Approximate date work will start* UPON APPROVAL OF APD | 23. Estimated duration APPROXIMATELY 6 DAYS | |

24. Attachments

The following, completed in accordance with the requirements of Onshore Oil and Gas Order No. 1, shall be attached to this form:

- Well plat certified by a registered surveyor.
- A Drilling Plan.
- A Surface Use Plan (if the location is on National Forest System Lands, the SUPO shall be filed with the appropriate Forest Service Office).
- Bond to cover the operations unless covered by an existing bond on file (see item 20 above).
- Operator certification.
- Such other site specific information and/or plans as may be required by the authorized officer.

| | | |
|---|--|-------------------|
| 25. Signature <i>Shelley E. Crozier</i> | Name (Printed/Typed) SHELLEY E. CROZIER | Date 02/27/07 |
| Title REGULATORY & PERMITTING ASSISTANT | | |
| Approved by (Signature) <i>Jerry Kewels</i> | Name (Printed/Typed) JERRY KEWELS | Date 6-13-2007 |
| Title Assistant Field Manager Lands & Mineral Resources | | |

Application approval does not warrant or certify that the applicant holds legal or equitable title to those rights in the subject lease which would entitle the applicant to conduct operations thereon.

Conditions of approval, if any, are attached.

CONDITIONS OF APPROVAL ATTACHED

Title 18 U.S.C. Section 1001 and Title 43 U.S.C. Section 1212, make it a crime for any person knowingly and willfully to make to any department or agency of the United States any false, fictitious or fraudulent statements or representations as to any matter within its jurisdiction.

*(Instructions on page 2)

NOTICE OF APPROVAL

RECEIVED

JUN 21 2007

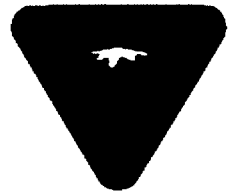
DIV. OF OIL, GAS & MINING

UDOGM



UNITED STATES DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT
VERNAL FIELD OFFICE

170 South 500 East VERNAL, UT 84078 (435) 781-4400



CONDITIONS OF APPROVAL FOR APPLICATION FOR PERMIT TO DRILL

Company: **Berry Petroleum Company**
Well No: **LC Tribal 5-4-56**
API No: **43-013-33579**

Location: **SWNW, Sec 4, T5S, R6W**
Lease No: **14-20-H62-5500**
Agreement: **N/A**

| Title | Name | Office Phone Number | Cell Phone Number |
|-----------------------------------|-----------------|---------------------|-------------------|
| Petroleum Engineer: | Matt Baker | (435) 781-4490 | (435) 828-4470 |
| Petroleum Engineer: | Michael Lee | (435) 781-4432 | (435) 828-7875 |
| Petroleum Engineer: | James Ashley | (435) 781-4470 | (435) 828-7874 |
| Petroleum Engineer: | Ryan Angus | (435) 781-4430 | (435) 828-7368 |
| Supervisory Petroleum Technician: | Jamie Sparger | (435) 781-4502 | (435) 828-3913 |
| NRS/Enviro Scientist: | Paul Buhler | (435) 781-4475 | (435) 828-4029 |
| NRS/Enviro Scientist: | Karl Wright | (435) 781-4484 | |
| NRS/Enviro Scientist: | Holly Villa | (435) 781-4404 | |
| NRS/Enviro Scientist: | Chuck MacDonald | (435) 781-4441 | (435) 828-7481 |
| NRS/Enviro Scientist: | Jannice Cutler | (435) 781-3400 | |
| NRS/Enviro Scientist: | Michael Cutler | (435) 781-3401 | |
| NRS/Enviro Scientist: | Anna Figueroa | (435) 781-3407 | |
| NRS/Enviro Scientist: | Verlyn Pindell | (435) 781-3402 | |
| NRS/Enviro Scientist: | Darren Williams | (435) 781-4447 | |
| NRS/Enviro Scientist: | Nathan Packer | (435) 781-3405 | |

Fax: (435) 781-4410

**A COPY OF THESE CONDITIONS SHALL BE FURNISHED TO YOUR
FIELD REPRESENTATIVE TO INSURE COMPLIANCE**

All lease and/or unit operations are to be conducted in such a manner that full compliance is made with the applicable laws, regulations (43 CFR Part 3160), and this approved Application for Permit to Drill including Surface and Downhole Conditions of Approval. The operator is considered fully responsible for the actions of his subcontractors. A copy of the approved APD must be on location during construction, drilling, and completion operations. **This permit is approved for a two (2) year period, or until lease expiration, whichever occurs first. An additional extension, up to two (2) years, may be applied for by sundry notice prior to expiration.**

NOTIFICATION REQUIREMENTS

| | |
|---|---|
| Construction Activity | - The Ute Tribe Energy & Minerals Dept. shall be notified in writing 48 hours in advance of any construction activity. The Ute Tribal office is open Monday through Thursday. |
| Construction Completion | - Upon completion of the pertinent APD/ROW construction, notify the Ute Tribe Energy & Minerals Dept. for a Tribal Technician to verify the Affidavit of Completion. |
| Spud Notice (Notify Petroleum Engineer) | - Twenty-Four (24) hours prior to spudding the well. |
| Casing String & Cementing (Notify Supv. Petroleum Tech.) | - Twenty-Four (24) hours prior to running casing and cementing all casing strings. |
| BOP & Related Equipment Tests (Notify Supv. Petroleum Tech.) | - Twenty-Four (24) hours prior to initiating pressure tests. |
| First Production Notice (Notify Petroleum Engineer) | - Within Five (5) business days after new well begins or production resumes after well has been off production for more than ninety (90) days. |

***SURFACE USE PROGRAM
CONDITIONS OF APPROVAL (COAs)***

SITE SPECIFIC SURFACE COAs:

- Berry Petroleum proposes to drill four wells. The surface is owned by Utah State Division of Wildlife Resources and the minerals are owned by Indian Minerals. The wells are: LC Tribal 7-3-56, LC Tribal 5-4-56, LC Tribal 3-5-56, and LC Tribal 14-4-56. Review of the Application for Permit to Drill (APD) and other oil and gas activities indicate this action is in accordance with the Surface Owners interest. A surface owner agreement has been reached between UDWR and the operator Berry Petroleum. A letter dated 5/10/2007 stating satisfaction with this agreement is enclosed in the respective well files.
- The Application for Permits to Drill dated 3/2/2007 was reviewed and approved by the State of Utah Division of Oil, Gas and Mining. Therefore, additional National Environmental Policy Act (NEPA) analysis is not required. The proposed action is discussed in the West Brundage Canyon Oil and Gas Field Development Environmental Assessment approved April 7, 1997 by Bureau of Indian Affairs (BIA).
- It is my decision to adopt the State of Utah Division of Oil, Gas and Mining approval of Application for Permit to Drill and its associated Conditions of Approval. Additional NEPA analysis is not required. No additional Conditions of Approval are necessary for these APD's.

DOWNHOLE CONDITIONS OF APPROVAL

SITE SPECIFIC DOWNHOLE COAs:

- Production casing cement shall be brought up and into the surface.
- All blow back fluids from completion operations shall be contained in such a manner that no oil reaches the reserve pit.

All provisions outlined in Onshore Oil & Gas Order #2 Drilling Operations shall be strictly adhered to.
The following items are emphasized:

DRILLING/COMPLETION/PRODUCING OPERATING STANDARDS

- The spud date and time shall be reported orally to Vernal Field Office within 24 hours of spudding.
- Notify Vernal Field Office Supervisory Petroleum Engineering Technician at least 24 hours in advance of casing cementing operations and BOPE & casing pressure tests.
- Blowout prevention equipment (BOPE) shall remain in use until the well is completed or abandoned. Closing unit controls shall remain unobstructed and readily accessible at all times. Choke manifolds shall be located outside of the rig substructure.
- All BOPE components shall be inspected daily and those inspections shall be recorded in the daily drilling report. Components shall be operated and tested as required by Onshore Oil & Gas Order No. 2 to insure good mechanical working order. All BOPE pressure tests shall be performed by a test pump with a chart recorder and **NOT** by the rig pumps. Test shall be reported in the driller's log.
- BOP drills shall be initially conducted by each drilling crew within 24 hours of drilling out from under the surface casing and weekly thereafter as specified in Onshore Oil & Gas Order No. 2.
- Casing pressure tests are required before drilling out from under all casing strings set and cemented in place.
- No aggressive/fresh hard-banded drill pipe shall be used within casing.
- **Cement baskets shall not be run on surface casing.**
- The operator must report all shows of water or water-bearing sands to the BLM. If flowing water is encountered it must be sampled, analyzed, and a copy of the analyses submitted to the BLM Vernal Field Office.
- The operator must report encounters of all non oil & gas mineral resources (such as Gilsonite, tar sands, oil shale, trona, etc.) to the Vernal Field Office, in writing, within 5 working days of each encounter. Each report shall include the well name/number, well location, date and depth (from KB or GL) of

encounter, vertical footage of the encounter and, the name of the person making the report (along with a telephone number) should the BLM need to obtain additional information.

- A complete set of angular deviation and directional surveys of a directional well will be submitted to the Vernal BLM office engineer within 30 days of the completion of the well.
- Chronologic drilling progress reports shall be filed directly with the BLM, Vernal Field Office on a weekly basis in sundry, letter format or e-mail to the Petroleum Engineers until the well is completed.
- A cement bond log (CBL) will be run from the production casing shoe to the top of cement and shall be utilized to determine the bond quality for the production casing. Submit a field copy of the CBL to this office.
- **Please submit an electronic copy of all other logs run on this well in LAS format to UT_VN_Welllogs@BLM.gov. This submission will supersede the requirement for submittal of paper logs to the BLM.**
- There shall be no deviation from the proposed drilling, completion, and/or workover program as approved. Safe drilling and operating practices must be observed. Any changes in operation must have prior approval from the BLM Vernal Field Office.

OPERATING REQUIREMENT REMINDERS:

- All wells, whether drilling, producing, suspended, or abandoned, shall be identified in accordance with 43 CFR 3162.6. There shall be a sign or marker with the name of the operator, lease serial number, well number, and surveyed description of the well.
- In accordance with 43 CFR 3162.4-3, this well shall be reported on the "Monthly Report of Operations" (Oil and Gas Operations Report ((OGOR)) starting with the month in which operations commence and continue each month until the well is physically plugged and abandoned. This report shall be filed in duplicate, directly with the Minerals Management Service, P.O. Box 17110, Denver, Colorado 80217-0110, or call 1-800-525-7922 (303) 231-3650 for reporting information.
- Should the well be successfully completed for production, the BLM Vernal Field office must be notified when it is placed in a producing status. Such notification will be by written communication and must be received in this office by not later than the fifth business day following the date on which the well is placed on production. The notification shall provide, as a minimum, the following informational items:
 - Operator name, address, and telephone number.
 - Well name and number.
 - Well location (¼¼, Sec., Twn, Rng, and P.M.).
 - Date well was placed in a producing status (date of first production for which royalty will be paid).
 - The nature of the well's production, (i.e., crude oil, or crude oil and casing head gas, or natural gas and entrained liquid hydrocarbons).
 - The Federal or Indian lease prefix and number on which the well is located; otherwise the non-Federal or non-Indian land category, i.e., State or private.
 - Unit agreement and/or participating area name and number, if applicable.
 - Communitization agreement number, if applicable.
- Any venting or flaring of gas shall be done in accordance with Notice to Lessees (NTL) 4A and needs prior approval from the BLM Vernal Field Office.
- All undesirable events (fires, accidents, blowouts, spills, discharges) as specified in NTL 3A will be reported to the BLM, Vernal Field Office. Major events, as defined in NTL3A, shall be reported verbally within 24 hours, followed by a written report within 15 days. "Other than Major Events" will be reported in writing within 15 days. "Minor Events" will be reported on the Monthly Report of Operations and Production.
- Whether the well is completed as a dry hole or as a producer, "Well Completion and Recompletion Report and Log" (BLM Form 3160-4) shall be submitted not later than 30 days after completion of the

well or after completion of operations being performed, in accordance with 43 CFR 3162.4-1. Two copies of all logs run, core descriptions, and all other surveys or data obtained and compiled during the drilling, workover, and/or completion operations, shall be filed on BLM Form 3160-4. Submit with the well completion report a geologic report including, at a minimum, formation tops, and a summary and conclusions. Also include deviation surveys, sample descriptions, strip logs, core data, drill stem test data, and results of production tests if performed. Samples (cuttings, fluid, and/or gas) shall be submitted only when requested by the BLM, Vernal Field Office.

- All off-lease storage, off-lease measurement, or commingling on-lease or off-lease, shall have prior written approval from the BLM Vernal Field Office.
- Oil and gas meters shall be calibrated in place prior to any deliveries. The BLM Vernal Field Office Petroleum Engineers will be provided with a date and time for the initial meter calibration and all future meter proving schedules. A copy of the meter calibration reports shall be submitted to the BLM Vernal Field Office. All measurement facilities will conform to the API standards for liquid hydrocarbons and the AGA standards for natural gas measurement. All measurement points shall be identified as the point of sale or allocation for royalty purposes.
- A schematic facilities diagram as required by Onshore Oil & Gas Order No. 3 shall be submitted to the BLM Vernal Field Office within 30 days of installation or first production, whichever occurs first. All site security regulations as specified in Onshore Oil & Gas Order No. 3 shall be adhered to. All product lines entering and leaving hydrocarbon storage tanks will be effectively sealed in accordance with Onshore Oil & Gas Order No. 3.
- Any additional construction, reconstruction, or alterations of facilities, including roads, gathering lines, batteries, etc., which will result in the disturbance of new ground, shall require the filing of a suitable plan and need prior approval of the BLM Vernal Field Office. Emergency approval may be obtained orally, but such approval does not waive the written report requirement.
- No location shall be constructed or moved, no well shall be plugged, and no drilling or workover equipment shall be removed from a well to be placed in a suspended status without prior approval of the BLM Vernal Field Office. If operations are to be suspended for more than 30 days, prior approval of the BLM Vernal Field Office shall be obtained and notification given before resumption of operations.
- Pursuant to Onshore Oil & Gas Order No. 7, this is authorization for pit disposal of water produced from this well for a period of 90 days from the date of initial production. A permanent disposal method must be approved by this office and in operation prior to the end of this 90-day period. In order to meet this deadline, an application for the proposed permanent disposal method shall be submitted along with any necessary water analyses, as soon as possible, but no later than 45 days after the date of first production. Any method of disposal which has not been approved prior to the end of the authorized 90-day period will be considered as an Incident of Noncompliance and will be grounds for issuing a shut-in order until an acceptable manner for disposing of said water is provided and approved by this office.

- Unless the plugging is to take place immediately upon receipt of oral approval, the Field Office Petroleum Engineers must be notified at least 24 hours in advance of the plugging of the well, in order that a representative may witness plugging operations. If a well is suspended or abandoned, all pits must be fenced immediately until they are backfilled. The "Subsequent Report of Abandonment" (Form BLM 3160-5) must be submitted within 30 days after the actual plugging of the well bore, showing location of plugs, amount of cement in each, amount of casing left in hole and the current status of the surface restoration.

STATE OF UTAH
DIVISION OF OIL, GAS, AND MINING

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill new wells, deepen existing wells, or to re-enter plugged and abandoned wells.
Use APPLICATION FOR PERMIT TO DRILL OR DEEPEN form for such proposals.

| | |
|--|--|
| 1. Type of Well: OIL <input checked="" type="checkbox"/> GAS <input type="checkbox"/> OTHER: _____ | 5. Lease Designation and Serial Number: 14-20-H62-5500 (EDA) |
| 2. Name of Operator: BERRY PETROLEUM COMPANY | 6. If Indian, Allottee or Tribe Name: 0 |
| 3. Address and Telephone Number: 4000 SOUTH 4028 WEST, RT. 2 BOX 7735 ROOSEVELT, UTAH 84066 (435) 722-1325 | 7. Unit Agreement Name: |
| 4. Location of Well: Footages: 1885' FNL, 710' FWL QQ, Sec., T., R., M.: SW/NW SEC. 4, T5S, R6W USB&M | 8. Well Name and Number: LC TRIBAL 5-4-56 |
| | 9. API Well Number: 43-013-33579 |
| | 10. Field and Pool, or Wildcat: LAKE CANYON |

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

NOTICE OF INTENT
(Submit in Duplicate)

- | | |
|---|---|
| <input type="checkbox"/> Abandon | <input type="checkbox"/> New Construction |
| <input type="checkbox"/> Repair Casing | <input type="checkbox"/> Pull or Alter Casing |
| <input type="checkbox"/> Change of Plans | <input type="checkbox"/> Recomplete |
| <input type="checkbox"/> Convert to Injection | <input type="checkbox"/> Reperforate |
| <input type="checkbox"/> Fracture Treat or Acidize | <input type="checkbox"/> Vent or Flare |
| <input type="checkbox"/> Multiple Completion | <input type="checkbox"/> Water Shut-Off |
| <input checked="" type="checkbox"/> Other ONE YEAR EXTENSION | |

Approximate date work will start _____

SUBSEQUENT REPORT
(Submit Original Form Only)

- | | |
|--|---|
| <input type="checkbox"/> Abandon | <input type="checkbox"/> New Construction |
| <input type="checkbox"/> Repair Casing | <input type="checkbox"/> Pull or Alter Casing |
| <input type="checkbox"/> Change of Plans | <input type="checkbox"/> Reperforate |
| <input type="checkbox"/> Convert to Injection | <input type="checkbox"/> Vent or Flare |
| <input type="checkbox"/> Fracture Treat or Acidize | <input type="checkbox"/> Water Shut-Off |
| <input type="checkbox"/> Other _____ | |

Date of work completion _____

Report results of Multiple Completions and Recompletions to different reservoirs on WELL COMPLETION OR RECOMPLETION REPORT AND LOG form.

* Must be accompanied by a cement verification report.

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS (Clearly state all pertinent details, and give pertinent dates. If well is directionally drilled, give subsurface locations and measured and true vertical depths for all markers and zones pertinent to this work.)

BERRY PETROEUM COMPANY RESPECTFULLY REQUESTS THAT THE APPROVED APPLICATION
TO DRILL FOR THE ABOVE SUBJECT WELL BE EXTENDED FOR A PERIOD OF ONE (1) YEAR.

STATE BOND #RLB0005651

Approved by the
Utah Division of
Oil, Gas and Mining

COPY SENT TO OPERATOR

Date: 5-21-2008

Initials: KS

Date: 05-20-08

By: [Signature]

13

Name & Signature: SHELLEY E. CROZIER [Signature] Title: REGULATORY & PERMITTING SPECIALIST Date: 05/14/08

(This space for Federal or State office use)

RECEIVED
MAY 15 2008
 DIV. OF OIL, GAS & MINING



**Application for Permit to Drill
Request for Permit Extension
Validation**

(this form should accompany the Sundry Notice requesting permit extension)

API: 43-013-33579
Well Name: LC TRIBAL 5-4-56
Location: (SW/NW) 1885' FNL, 710' FWL, SEC. 4-T5S-R6W
Company Permit Issued to: BERRY PETROLEUM COMPANY
Date Original Permit Issued: 5/16/2007

The undersigned as owner with legal rights to drill on the property as permitted above, hereby verifies that the information as submitted in the previously approved application to drill, remains valid and does not require revision.

Following is a checklist of some items related to the application, which should be verified.

If located on private land, has the ownership changed, if so, has the surface agreement been updated? Yes ☐ No ☒

Have any wells been drilled in the vicinity of the proposed well which would affect the spacing or siting requirements for this location? Yes ☐ No ☒

Has there been any unit or other agreements put in place that could affect the permitting or operation of this proposed well? Yes ☐ No ☒

Have there been any changes to the access route including ownership, or right-of-way, which could affect the proposed location? Yes ☐ No ☒

Has the approved source of water for drilling changed? Yes ☐ No ☒

Have there been any physical changes to the surface location or access route which will require a change in plans from what was discussed at the onsite evaluation? Yes ☐ No ☒

Is bonding still in place, which covers this proposed well? Yes ☒ No ☐

Shelley Crozier
Signature

5/14/2008
Date

Title: Regulatory & Permitting Specialist

Representing: Berry Petroleum Company

RECEIVED
MAY 15 2008
DIV. OF OIL, GAS & MINING

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.

| | | |
|---|--|---|
| 1. TYPE OF WELL OIL WELL <input checked="" type="checkbox"/> GAS WELL <input type="checkbox"/> OTHER _____ | | 5. LEASE DESIGNATION AND SERIAL NUMBER: 14-20-H62-5500 (EDA) |
| 2. NAME OF OPERATOR: BERRY PETROLEUM COMPANY | | 6. IF INDIAN, ALLOTTEE OR TRIBE NAME: |
| 3. ADDRESS OF OPERATOR: 4000 S. 4028 W. CITY Roosevelt STATE UT ZIP 84066 | | 7. UNIT or CA AGREEMENT NAME: |
| 4. LOCATION OF WELL FOOTAGES AT SURFACE: 1885' FNL, 710' FWL | | 8. WELL NAME and NUMBER: LC TRIBAL 5-4-56 |
| QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: SWNW 4 T5S R6W | | 9. API NUMBER: 4301333579 |
| COUNTY: DUCHESNE | | 10. FIELD AND POOL, OR WILDCAT: LAKE CANYON |
| STATE: UTAH | | |

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

| TYPE OF SUBMISSION | TYPE OF ACTION | | |
|---|---|---|--|
| <input checked="" type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: _____ | <input type="checkbox"/> ACIDIZE | <input type="checkbox"/> DEEPEN | <input type="checkbox"/> REPERFORATE CURRENT FORMATION |
| | <input type="checkbox"/> ALTER CASING | <input type="checkbox"/> FRACTURE TREAT | <input type="checkbox"/> SIDETRACK TO REPAIR WELL |
| | <input type="checkbox"/> CASING REPAIR | <input type="checkbox"/> NEW CONSTRUCTION | <input type="checkbox"/> TEMPORARILY ABANDON |
| | <input type="checkbox"/> CHANGE TO PREVIOUS PLANS | <input type="checkbox"/> OPERATOR CHANGE | <input type="checkbox"/> TUBING REPAIR |
| | <input type="checkbox"/> CHANGE TUBING | <input type="checkbox"/> PLUG AND ABANDON | <input type="checkbox"/> VENT OR FLARE |
| <input type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion: _____ | <input type="checkbox"/> CHANGE WELL NAME | <input type="checkbox"/> PLUG BACK | <input type="checkbox"/> WATER DISPOSAL |
| | <input type="checkbox"/> CHANGE WELL STATUS | <input type="checkbox"/> PRODUCTION (START/RESUME) | <input type="checkbox"/> WATER SHUT-OFF |
| | <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS | <input type="checkbox"/> RECLAMATION OF WELL SITE | <input checked="" type="checkbox"/> OTHER: 1 YR. EXTENSION |
| | <input type="checkbox"/> CONVERT WELL TYPE | <input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION | |

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

BERRY PETROLEUM COMPANY RESPECTFULLY REQUESTS THAT THE APPROVED APPLICATION TO DRILL FOR THE ABOVE SUBJECT WELL BE EXTENDED FOR A PERIOD OF ONE (1) YEAR.

Approved by the
Utah Division of
Oil, Gas and Mining

STATE BOND # RLB0005651

COPY SENT TO OPERATOR

Date: 5.12.2009

Initials: KS

Date: 05-11-2009

By: [Signature]

| | |
|--|--|
| NAME (PLEASE PRINT) SHELLEY E. CROZIER | TITLE REGULATORY & PERMITTING SPECIALIST |
| SIGNATURE [Signature] | DATE 5/7/2009 |

(This space for State use only)

RECEIVED
MAY 11 2009
DIV. OF OIL, GAS & MINING

**Application for Permit to Drill
Request for Permit Extension
Validation**

(this form should accompany the Sundry Notice requesting permit extension)

API: 43-013-33579
Well Name: LC TRIBAL 5-4-56
Location: (SW/NW) 1885' FNL, 710' FWL, SEC. 4-T5S-R6W
Company Permit Issued to: BERRY PETROLEUM COMPANY
Date Original Permit Issued: 5/16/2007

The undersigned as owner with legal rights to drill on the property as permitted above, hereby verifies that the information as submitted in the previously approved application to drill, remains valid and does not require revision.

Following is a checklist of some items related to the application, which should be verified.

If located on private land, has the ownership changed, if so, has the surface agreement been updated? Yes ☐ No ☒

Have any wells been drilled in the vicinity of the proposed well which would affect the spacing or siting requirements for this location? Yes ☐ No ☒

Has there been any unit or other agreements put in place that could affect the permitting or operation of this proposed well? Yes ☐ No ☒

Have there been any changes to the access route including ownership, or right-of-way, which could affect the proposed location? Yes ☐ No ☒

Has the approved source of water for drilling changed? Yes ☐ No ☒

Have there been any physical changes to the surface location or access route which will require a change in plans from what was discussed at the onsite evaluation? Yes ☐ No ☒

Is bonding still in place, which covers this proposed well? Yes ☒ No ☐

Shelley E. Crozier
Signature

5/7/2009
Date

Title: Regulatory & Permitting Specialist

Representing: Berry Petroleum Company

RECEIVED
MAY 11 2009
DIV. OF OIL, GAS & MINING

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

FORM APPROVED
OMB No. 1004-0137
Expires: July 31, 2010

SUNDRY NOTICES AND REPORTS ON WELLS
Do not use this form for proposals to drill or to re-enter an abandoned well. Use Form 3160-3 (APD) for such proposals.

5. Lease Serial No.
14-20-H62-5500 (EDA)

6. If Indian, Allottee or Tribe Name

SUBMIT IN TRIPLICATE – Other instructions on page 2.

7. If Unit of CA/Agreement, Name and/or No.

1. Type of Well

☒ Oil Well ☐ Gas Well ☐ Other

8. Well Name and No.
LC TRIBAL 5-4-56

2. Name of Operator
BERRY PETROLEUM COMPANY

9. API Well No.
43-013-33579

3a. Address
4000 SOUTH 4028 WEST, RT. 2, BOX 7735
ROOSEVELT, UTAH 84068

3b. Phone No. (include area code)
(435) 722-1325

10. Field and Pool or Exploratory Area
LAKE CANYON

4. Location of Well (Footage, Sec., T., R., M., or Survey Description)
1885' FNL; 710' FWL (SW/NW) SEC. 4-T5S-R6W

11. Country or Parish, State
DUCHESNE COUNTY, UTAH

12. CHECK THE APPROPRIATE BOX(ES) TO INDICATE NATURE OF NOTICE, REPORT OR OTHER DATA

TYPE OF SUBMISSION

TYPE OF ACTION

☒ Notice of Intent

☐ Acidize

☐ Deepen

☐ Production (Start/Resume)

☐ Water Shut-Off

☐ Subsequent Report

☐ Alter Casing

☐ Fracture Treat

☐ Reclamation

☐ Well Integrity

☐ Final Abandonment Notice

☐ Casing Repair

☐ New Construction

☐ Recomplete

☒ Other 1 YR. EXTENSION

☐ Change Plans

☐ Plug and Abandon

☐ Temporarily Abandon

☐ Convert to Injection

☐ Plug Back

☐ Water Disposal

13. Describe Proposed or Completed Operation: Clearly state all pertinent details, including estimated starting date of any proposed work and approximate duration thereof. If the proposal is to deepen directionally or recompleat horizontally, give subsurface locations and measured and true vertical depths of all pertinent markers and zones. Attach the Bond under which the work will be performed or provide the Bond No. on file with BLM/BIA. Required subsequent reports must be filed within 30 days following completion of the involved operations. If the operation results in a multiple completion or recompleat in a new interval, a Form 3160-4 must be filed once testing has been completed. Final Abandonment Notices must be filed only after all requirements, including reclamation, have been completed and the operator has determined that the site is ready for final inspection.)

MAY 11 2009

BLM VERNAL, UTAH

BERRY PETROLEUM COMPANY RESPECTFULLY REQUESTS THAT THE APPROVED APPLICATION TO DRILL FOR THE ABOVE SUBJECT WELL BE EXTENDED FOR A PERIOD OF ONE (1) YEAR.

ORIGINAL APPROVAL DATES
STATE: 5/16/2007
BLM: 6/13/2007

VERNAL FIELD OFFICE

ENG. _____

GEOL. _____

E.S. _____

PET. _____

A.M. _____

14. I hereby certify that the foregoing is true and correct. Name (Printed/Typed)

SHELLEY E. CROZIER

Title REGULATORY & PERMITTING SPECIALIST

Signature

Shelley E. Crozier

Date 05/07/2009

THIS SPACE FOR FEDERAL OR STATE OFFICE USE

Approved by

[Signature]

Patroleum Engineer

Date

MAY 23 2009

Conditions of approval, if any, are attached. Approval of this notice does not warrant or certify that the applicant holds legal or equitable title to those rights in the subject lease which would entitle the applicant to conduct operations thereon.

Office

Title 18 U.S.C. Section 1001 and Title 43 U.S.C. Section 1212, make it a crime for any person knowingly and willfully to make to any department or agency of the United States any false, fictitious or fraudulent statements or representations as to any matter within its jurisdiction.

(Instructions on page 2)

RECEIVED

JUN 29 2009

DIV. OF OIL, GAS & MINING

UDOGM

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

RECEIVED

APR 09 2010

FORM APPROVED
OMB NO. 1004-0135
Expires: July 31, 2010

SUNDRY NOTICES AND REPORTS ON WELLS
Do not use this form for proposals to drill or to re-enter an abandoned well. Use form 3160-3 (APD) for such proposals.

BLM

SUBMIT IN TRIPLICATE - Other instructions on reverse side.

| | | |
|--|--|--|
| 1. Type of Well <input checked="" type="checkbox"/> Oil Well <input type="checkbox"/> Gas Well <input type="checkbox"/> Other | | 5. Lease Serial No. 2OG0005500 |
| 2. Name of Operator BERRY PETROLEUM COMPANY | | 6. If Indian, Allottee or Tribe Name UINTAH AND OURAY |
| 3a. Address ROUTE 2, BOX 7735 ROOSEVELT, UT 84066 | | 7. If Unit or CA/Agreement, Name and/or No. |
| 3b. Phone No. (include area code) Ph: 435-722-1325 Fx: 435-722-1321 | | 8. Well Name and No. LC TRIBAL 5-4-56 |
| 4. Location of Well (Footage, Sec., T., R., M., or Survey Description) Sec 4 T5S R6W SWNW 1885FNL 710FWL | | 9. API Well No. 43-013-33579-00-X1 |
| | | 10. Field and Pool, or Exploratory UNDESIGNATED |
| | | 11. County or Parish, and State DUCHESNE COUNTY, UT |

12. CHECK APPROPRIATE BOX(ES) TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

| TYPE OF SUBMISSION | TYPE OF ACTION | | | |
|--|---|---|--|---|
| <input checked="" type="checkbox"/> Notice of Intent | <input type="checkbox"/> Acidize | <input type="checkbox"/> Deepen | <input type="checkbox"/> Production (Start/Resume) | <input type="checkbox"/> Water Shut-Off |
| <input type="checkbox"/> Subsequent Report | <input type="checkbox"/> Alter Casing | <input type="checkbox"/> Fracture Treat | <input type="checkbox"/> Reclamation | <input type="checkbox"/> Well Integrity |
| <input type="checkbox"/> Final Abandonment Notice | <input type="checkbox"/> Casing Repair | <input type="checkbox"/> New Construction | <input type="checkbox"/> Recomplete | <input checked="" type="checkbox"/> Other |
| | <input type="checkbox"/> Change Plans | <input type="checkbox"/> Plug and Abandon | <input type="checkbox"/> Temporarily Abandon | Change to Original |
| | <input type="checkbox"/> Convert to Injection | <input type="checkbox"/> Plug Back | <input type="checkbox"/> Water Disposal | PD |

13. Describe Proposed or Completed Operation (clearly state all pertinent details, including estimated starting date of any proposed work and approximate duration thereof. If the proposal is to deepen directionally or recompleat horizontally, give subsurface locations and measured and true vertical depths of all pertinent markers and zones. Attach the Bond under which the work will be performed or provide the Bond No. on file with BLM/BIA. Required subsequent reports shall be filed within 30 days following completion of the involved operations. If the operation results in a multiple completion or recompleat in a new interval, a Form 3160-4 shall be filed once testing has been completed. Final Abandonment Notices shall be filed only after all requirements, including reclamation, have been completed, and the operator has determined that the site is ready for final inspection.)

BERRY PETROLEUM COMPANY RESPECTFULLY REQUESTS THAT THE APPROVED APPLICATION TO DRILL FOR THE ABOVE SUBJECT WELL BE EXTENDED FOR A PERIOD OF ONE (1) YEAR.

THE APD WAS ORIGINALLY APPROVED ON JUNE 13, 2007. WITH A ONE YEAR EXTENSION BEING APPROVED ON MAY 22, 2009.

RECEIVED

MAY 06 2010

CONDITIONS OF APPROVAL ATTACHED

VERNAL FIELD OFFICE


ENG. _____

GEOL. _____

E.S. _____

| | |
|---|------------------------------------|
| 14. I hereby certify that the foregoing is true and correct. Electronic Submission #84523 verified by the BLM Well Information System For BERRY PETROLEUM COMPANY, sent to the Vernal Committed to AFMSS for processing by GAIL JENKINS on 04/12/2010 (10GJ1382SE) | |
| Name (Printed/Typed) KATHY K FIELDSTED | Title REGULATORY & PERMITTING TECH |
| Signature (Electronic Submission) | Date 04/09/2010 |

THIS SPACE FOR FEDERAL OR STATE OFFICE USE

| | | |
|---|--------------------------|-----------------|
| Approved By  | Title Petroleum Engineer | Date APR 8 2010 |
| Conditions of approval, if any, are attached. Approval of this notice does not warrant or certify that the applicant holds legal or equitable title to those rights in the subject lease which would entitle the applicant to conduct operations thereon. | | Office |

Title 18 U.S.C. Section 1001 and Title 43 U.S.C. Section 1212, make it a crime for any person knowingly and willfully to make to any department or agency of the United States any false, fictitious or fraudulent statements or representations as to any matter within its jurisdiction.

** BLM REVISED ** BLM REVISED ** BLM REVISED ** BLM REVISED ** BLM REVISED **



Revisions to Operator-Submitted EC Data for Sundry Notice #84523

| | Operator Submitted | BLM Revised (AFMSS) |
|----------------|--|--|
| Sundry Type: | OTHER NOI | APDCH NOI |
| Lease: | 2OG0005500 | 2OG0005500 |
| Agreement: | | |
| Operator: | BERRY PETROLEUM ROUTE 2 BOX 7735 4000 SO 4028 WEST ROOSEVELT, UT 84066 Ph: 435-722-1325 | BERRY PETROLEUM COMPANY ROUTE 2, BOX 7735 ROOSEVELT, UT 84066 Ph: 435.722.1325 Fx: 435.722.1321 |
| Admin Contact: | KATHY K FIELDSTED SR. REGULATORY & PERMITTING TE E-Mail: kkf@bry.com Cell: 435-823-1920 Ph: 435-722-1325 Fx: 435-722-1321 | KATHY K FIELDSTED REGULATORY & PERMITTING TECH E-Mail: kkf@bry.com Cell: 435-823-1920 Ph: 435-722-1325 Fx: 435-722-1321 |
| Tech Contact: | KATHY K FIELDSTED SR. REGULATORY & PERMITTING TE E-Mail: kkf@bry.com Cell: 435-823-1920 Ph: 435-722-1325 Fx: 435-722-1321 | KATHY K FIELDSTED REGULATORY & PERMITTING TECH E-Mail: kkf@bry.com Cell: 435-823-1920 Ph: 435-722-1325 Fx: 435-722-1321 |
| Location: | | |
| State: | UT | UT |
| County: | DUCHESNE | DUCHESNE |
| Field/Pool: | LAKE CANYON | UNDESIGNATED |
| Well/Facility: | LC TRIBAL 5-4-56 Sec 4 T5S R6W SWNW 1885FNL 710FWL | LC TRIBAL 5-4-56 Sec 4 T5S R6W SWNW 1885FNL 710FWL |

CONDITIONS OF APPROVAL

Berry Petroleum Company

Notice of Intent APD Extension

Lease: 2OG0005500
Well: LC Tribal 5-4-56
Location: SWNW Sec 4-T5S-R6W

An extension for the referenced APD is granted with the following conditions:

1. The extension and APD shall expire on 6/13/2011.
2. No other extensions shall be granted.

If you have any other questions concerning this matter, please contact Ryan Angus of this office at (435) 781-4430.

| | | | | | |
|---|--|---|---|---|---|
| STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING | | FORM 9 | | | |
| SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals. | | 5. LEASE DESIGNATION AND SERIAL NUMBER: 14-20-H62-5500 | | | |
| 1. TYPE OF WELL Oil Well | | 6. IF INDIAN, ALLOTTEE OR TRIBE NAME: UTE | | | |
| 2. NAME OF OPERATOR: BERRY PETROLEUM COMPANY | | 7. UNIT or CA AGREEMENT NAME: | | | |
| 3. ADDRESS OF OPERATOR: 4000 South 4028 West Rt 2 Box 7735 , Roosevelt, UT, 84066 | | 8. WELL NAME and NUMBER: LC TRIBAL 5-4-56 | | | |
| 4. LOCATION OF WELL FOOTAGES AT SURFACE: 1885 FNL 0710 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SWNW Section: 04 Township: 05.0S Range: 06.0W Meridian: U | | 9. API NUMBER: 43013335790000 | | | |
| PHONE NUMBER: 303 999-4044 Ext | | 9. FIELD and POOL or WILDCAT: UNDESIGNATED | | | |
| COUNTY: DUCHESNE | | STATE: UTAH | | | |
| 11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA | | | | | |
| TYPE OF SUBMISSION | TYPE OF ACTION | | | | |
| <input checked="" type="checkbox"/> NOTICE OF INTENT Approximate date work will start: 5/16/2011 <input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: <input type="checkbox"/> SPUD REPORT Date of Spud: <input type="checkbox"/> DRILLING REPORT Report Date: | <table style="width: 100%; border: none;"> <tr> <td style="width: 33%; vertical-align: top;"> <input type="checkbox"/> ACIDIZE <input type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> DEEPEN <input type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> WILDCAT WELL DETERMINATION </td> <td style="width: 33%; vertical-align: top;"> <input type="checkbox"/> ALTER CASING <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> SI TA STATUS EXTENSION <input type="checkbox"/> OTHER </td> <td style="width: 33%; vertical-align: top;"> <input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CONVERT WELL TYPE <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> PLUG BACK <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION <input type="checkbox"/> TEMPORARY ABANDON <input type="checkbox"/> WATER DISPOSAL <input checked="" type="checkbox"/> APD EXTENSION OTHER: _____ </td> </tr> </table> | | <input type="checkbox"/> ACIDIZE <input type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> DEEPEN <input type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> WILDCAT WELL DETERMINATION | <input type="checkbox"/> ALTER CASING <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> SI TA STATUS EXTENSION <input type="checkbox"/> OTHER | <input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CONVERT WELL TYPE <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> PLUG BACK <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION <input type="checkbox"/> TEMPORARY ABANDON <input type="checkbox"/> WATER DISPOSAL <input checked="" type="checkbox"/> APD EXTENSION OTHER: _____ |
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| 12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc. BERRY PETROLEUM RESPECTFULLY REQUESTS THAT APPROVED APPLICATION TO DRILL THE ABOVE SUBJECT WELL BE EXTENDED FOR THE PERIOD OF ONE (1) YEAR. | | | | | |
| Approved by the Utah Division of Oil, Gas and Mining | | | | | |
| Date: May 03, 2010 | | | | | |
| By: | | | | | |
| NAME (PLEASE PRINT) Kathy K. Fieldsted | PHONE NUMBER 435 722-1325 | TITLE Sr. Regulatory & Permitting Tech. | | | |
| SIGNATURE N/A | DATE 4/29/2010 | | | | |

RECEIVED April 29, 2010



The Utah Division of Oil, Gas, and Mining

- State of Utah
- Department of Natural Resources

Electronic Permitting System - Sundry Notices

Request for Permit Extension Validation Well Number 43013335790000

API: 43013335790000

Well Name: LC TRIBAL 5-4-56

Location: 1885 FNL 0710 FWL QTR SWNW SEC 04 TWP 050S RNG 060W MER U

Company Permit Issued to: BERRY PETROLEUM COMPANY

Date Original Permit Issued: 5/16/2007

The undersigned as owner with legal rights to drill on the property as permitted above, hereby verifies that the information as submitted in the previously approved application to drill, remains valid and does not require revision. Following is a checklist of some items related to the application, which should be verified.

- If located on private land, has the ownership changed, if so, has the surface agreement been updated? ☐ Yes ☒ No
- Have any wells been drilled in the vicinity of the proposed well which would affect the spacing or siting requirements for this location? ☐ Yes ☒ No
- Has there been any unit or other agreements put in place that could affect the permitting or operation of this proposed well? ☐ Yes ☒ No
- Have there been any changes to the access route including ownership, or rightof- way, which could affect the proposed location? ☐ Yes ☒ No
- Has the approved source of water for drilling changed? ☐ Yes ☒ No
- Have there been any physical changes to the surface location or access route which will require a change in plans from what was discussed at the onsite evaluation? ☐ Yes ☒ No
- Is bonding still in place, which covers this proposed well? ☒ Yes ☐ No

**Approved by the
Utah Division of
Oil, Gas and Mining**

Signature: Kathy K. Fieldsted

Date: 4/29/2010

Title: Sr. Regulatory & Permitting Tech. **Representing:** BERRY PETROLEUM COMPANY **Date:** May 03, 2010

By: 

RECEIVED April 29, 2010

| | | |
|---|--|--|
| STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING | | FORM 9 |
| SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals. | | 5. LEASE DESIGNATION AND SERIAL NUMBER: 14-20-H62-5500 |
| 1. TYPE OF WELL Oil Well | | 6. IF INDIAN, ALLOTTEE OR TRIBE NAME: UTE |
| 2. NAME OF OPERATOR: BERRY PETROLEUM COMPANY | | 7. UNIT or CA AGREEMENT NAME: |
| 3. ADDRESS OF OPERATOR: 4000 South 4028 West Rt 2 Box 7735 , Roosevelt, UT, 84066 | | 8. WELL NAME and NUMBER: LC TRIBAL 5-4-56 |
| 4. LOCATION OF WELL FOOTAGES AT SURFACE: 1885 FNL 0710 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SWNW Section: 04 Township: 05.0S Range: 06.0W Meridian: U | | 9. API NUMBER: 43013335790000 |
| 9. FIELD and POOL or WILDCAT: INDIAN CANYON | | COUNTY: DUCHESNE |
| STATE: UTAH | | |
| 11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA | | |
| TYPE OF SUBMISSION | TYPE OF ACTION | |
| <input checked="" type="checkbox"/> NOTICE OF INTENT Approximate date work will start: 5/16/2012 <input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: <input type="checkbox"/> SPUD REPORT Date of Spud: <input type="checkbox"/> DRILLING REPORT Report Date: | <div style="display: flex; flex-wrap: wrap;"> <div style="width: 33%;"> <input type="checkbox"/> ACIDIZE <input type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> DEEPEN <input type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> WILDCAT WELL DETERMINATION </div> <div style="width: 33%;"> <input type="checkbox"/> ALTER CASING <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> SI TA STATUS EXTENSION <input type="checkbox"/> OTHER </div> <div style="width: 33%;"> <input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CONVERT WELL TYPE <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> PLUG BACK <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION <input type="checkbox"/> TEMPORARY ABANDON <input type="checkbox"/> WATER DISPOSAL <input checked="" type="checkbox"/> APD EXTENSION OTHER: </div> </div> | |
| 12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc. BERRY PETROELUM WOULD LIKE TO REQUEST THAT THE APPROVED APPLICATION TO DRILL THE ABOVE SUBJECT WELL BE EXTENDED FOR THE PERIOD OF ONE (1) YEAR. | | |
| Approved by the Utah Division of Oil, Gas and Mining Date: 04/21/2011 By: | | |
| NAME (PLEASE PRINT) Kathy K. Fieldsted | | PHONE NUMBER 435 722-1325 |
| SIGNATURE N/A | | TITLE Sr. Regulatory & Permitting Tech. |
| DATE 4/20/2011 | | |



The Utah Division of Oil, Gas, and Mining

- State of Utah
- Department of Natural Resources

Electronic Permitting System - Sundry Notices

Request for Permit Extension Validation Well Number 43013335790000

API: 43013335790000

Well Name: LC TRIBAL 5-4-56

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Signature: Kathy K. Fieldsted

Date: 4/20/2011

Title: Sr. Regulatory & Permitting Tech. **Representing:** BERRY PETROLEUM COMPANY

RECEIVED Apr. 20, 2011



GARY R. HERBERT
Governor

GREG BELL
Lieutenant Governor

State of Utah

DEPARTMENT OF NATURAL RESOURCES

MICHAEL R. STYLER
Executive Director

Division of Oil, Gas and Mining

JOHN R. BAZA
Division Director

April 13, 2012

Kathy Fieldsted
Berry Petroleum Company
Route 2, Box 7735
Roosevelt, UT 84066

43 013 33579
LC Tribal 5-4-56
5S 6W 4

Re: APDs Rescinded for Berry Petroleum Company
Duchesne County

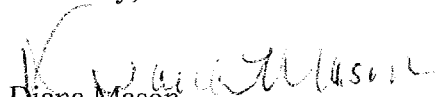
Dear Ms. Fieldsted:

Enclosed find the list of APDs that you requested to be rescinded. No drilling activity at these locations has been reported to the division. Therefore, approval to drill these wells is hereby rescinded, effective March 29, 2012.

A new APD must be filed with this office for approval prior to the commencement of any future work on the subject location.

If any previously unreported operations have been performed on this well location, it is imperative that you notify the Division immediately.

Sincerely,


Diana Mason
Environmental Scientist

cc: Well File
Bureau of Land Management, Vernal



| | | |
|---|----------------------|--------------|
| | LC Tribal 14-4-56 | 43-013-33578 |
| → | LC Tribal 5-4-56 | 43-013-33579 |
| | LC Tribal 3-18-56 | 43-013-33609 |
| | Ute Tribal 15-14D-54 | 43-013-33679 |
| | LC Tribal 3-22D-46 | 43-013-33665 |
| | LC Tribal 11-27-46 | 43-013-33640 |
| | LC Tribal 7-21D-46 | 43-013-33743 |



GARY R. HERBERT
Governor

GREG BELL
Lieutenant Governor

State of Utah

DEPARTMENT OF NATURAL RESOURCES

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JOHN R. BAZA
Division Director

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Route 2, Box 7735
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LC Tribal 5-4-56
5S 6W 4

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Duchesne County

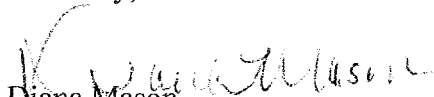
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| | Ute Tribal 15-14D-54 | 43-013-33679 |
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| | LC Tribal 11-27-46 | 43-013-33640 |
| | LC Tribal 7-21D-46 | 43-013-33743 |